

**OVERSIGHT BOARD OF THE FORMER
COMMUNITY REDEVELOPMENT AGENCY
OF THE CITY OF COMPTON**

STAFF REPORT

DATE: FEBRUARY 27, 2013

TO: THE HONORABLE CHAIR AND BOARD MEMBERS

FROM: EXECUTIVE DIRECTOR

**SUBJECT: APPROVAL OF THE SUCCESSOR AGENCY RECOGNIZED OBLIGATIONS
AND PAYMENT SCHEDULE 13-14A (ROPS 4) FOR THE SIX-MONTH PERIOD
OF JULY 1, 2013 TO DECEMBER 31, 2013**

SUMMARY

Staff respectfully requests the Board approve the Successor Agency's the Recognized Obligation Payment Schedule for the six-month fiscal period from July 1, 2013 through December 31, 2013 and authorize staff to submit the ROPS 13-14A to the State Department of Finance (DOF).

BACKGROUND

Pursuant to AB X1 26, the Successor Agency must prepare a Recognized Obligation Payment Schedule ("ROPS") for each six-month fiscal period (commencing each January 1 and July 1), listing the payments to be made by the Successor Agency during such period. All ROPS must be approved by the Oversight Board. Furthermore, each Oversight Board-approved ROPS must be submitted to the State Department of Finance ("DOF") for review.

ANALYSIS

A. Deadlines for ROPS Submission and Review

The Redevelopment Dissolution Law does not specify a deadline for the Successor Agency to submit the ROPS for July 1, 2013 through December 1, 2013 ("ROPS 13-14A") to the Oversight Board for approval. However, the Successor Agency must submit an Oversight Board-approved ROPS 13-14A to the DOF, the Office of the State Controller and the County Auditor-Controller no later than **March 1, 2013**. The Successor Agency must submit the ROPS to the DOF electronically in the manner of DOF's choosing. A copy of the Oversight Board-approved ROPS must be posted on the Successor Agency's website.

The DOF may eliminate or modify any items on the ROPS before approving the ROPS. The DOF must make its determination regarding the enforceable obligations and the amount and funding source for each enforceable obligation listed on a ROPS no later than 45 days after the ROPS is submitted. Within five (5) business days of the DOF's determination, the Successor Agency may request to "meet and confer" with the DOF on disputed items. The meet and confer period may vary, but an untimely submission of ROPS 13-14A may result in a meet and confer period of less than 30 days.

The County Auditor-Controller may object to the inclusion of any item on the ROPS that is not demonstrated to be an enforceable obligation and may object to the funding source proposed for any item. The County Auditor-Controller must provide notice of its objections to the DOF, the Successor Agency and the Oversight Board by April 2, 2013.

STATEMENT OF THE ISSUE

If the Successor Agency does not submit an Oversight Board-approved ROPS by March 1, 2013, the City of Compton will be subject to a civil penalty of \$10,000 per day for every day that the ROPS is not submitted to the DOF. The penalty is to be paid to the County Auditor-Controller for distribution to the taxing entities. If the Successor Agency does not timely submit a ROPS, creditors of the successor agency, the DOF, and affected taxing entities may request a writ of mandate to require the Successor Agency to immediately perform this duty. Additionally, if the Successor Agency does not submit a ROPS within 10 days of March 1st, the Successor Agency's administrative cost allowance for that period will be reduced by 25 percent.

If the Successor Agency fails to submit an Oversight Board-approved ROPS to the DOF within five business days of "the date upon which the ROPS is to be used to determine the amount of property tax allocations", the DOF may determine whether the County Auditor-Controller should distribute any of property tax revenues to the taxing entities, or whether any amount should be withheld for enforceable obligations pending approval of the ROPS. It is not clear what is "the date upon which the ROPS is to be used to determine the amount of property tax allocations".

A.) ROPS Item Regarding Payment to Compton Unified School District for Pass-through Obligation, Fiscal Years 2007-08 – 2010-11

Successor Agency's ROPS 13-14A reflects a payment to Compton Unified School District ("CUSD") arising out of the former Community Redevelopment Agency's state law pass-through obligations to CUSD for fiscal years 2007-08 through 2010-11. As explained in more detail below, CUSD filed a lawsuit against the former Agency in 2010 in connection with CUSD's claim to pass-through payments for territory added to the redevelopment project in 1991 ("Added Area") when the redevelopment plan for the Compton Merged Redevelopment Project ("Merged Project Redevelopment Plan") was approved and adopted. When the former Agency was dissolved on February 1, 2012 by operation of law, CUSD amended its lawsuit to, among other things, name the Successor Agency in place of the former Agency. The Amended Lawsuit seeks damages in excess of \$3,350,000.00 in connection with pass-through payments owed for the Added Area.

Prior to filing its lawsuit, CUSD had informed the former Agency of its claim to pass-through payments based on an alleged pass-through agreement ("cooperation agreement") between CUSD and the former

Agency. Although the former Agency disputed terms of the cooperation agreement and the amount of the former Agency's pass-through obligation to CUSD, the former Agency recognized that it had a pass-through obligation to CUSD arising out of certain provisions of the Community Redevelopment Law, Health & Safety Code Section 33000, *et seq.*, in effect when the Merged Project Redevelopment Plan was adopted. If that pass-through obligation was not met through payments under a cooperation agreement adopted under former Health & Safety Code § 33401, the applicable law required payments to CUSD under former Health & Safety Code § 33676(a)(2).

As a result, when the former Agency issued its Series 2010C tax allocation bonds ("Series 2010C Bonds"), it disclosed an outstanding pass-through obligation to CUSD and the dispute regarding the cooperation agreement. The former Agency issued sufficient bonds to net sufficient proceeds to ensure that the pass-through obligation, once fully ascertained, was met. The former Agency covenanted in the Official Statement issued in connection with the Series 2010C Bonds and also in a related closing certificate required by the Bond Purchase Contract between the former Agency and Grigsby & Associates, Inc., the underwriter for the bonds, that the former Agency would promptly set aside, transfer and deposit in a segregated fund established for that purpose, bond proceeds in an aggregate amount sufficient to resolve the former Agency's outstanding pass-through payment obligation to CUSD.

The bond covenant requires the former Agency (and now the Successor Agency) to apply the bond proceeds in the segregated fund first to resolve the former Agency's pass-through obligation to CUSD before used for any other lawful purpose. The segregated fund established by the former Agency is hereafter referred to in this Agenda Report as the CUSD Pass-through Reserve. Under Health & Safety Code § 34171(d)(1)(A) a reserve set aside required under documents governing the issuance of outstanding bonds is an enforceable obligation. Here the CUSD Pass-through Reserve is required under bond documents governing the issuance of the Series 2010C Bonds, and therefore it is an enforceable obligation under Section 34171(d)(1)(A).

Subsequent to CUSD filing its lawsuit and after certain preliminary motions, the Court indicated that the parties should seek to resolve CUSD's claims through negotiation, formal or informal mediation. Counsel then engaged in settlement conferences. In or around early November 2012, the CUSD Board approved the terms of a proposed settlement calling for the Successor Agency to pay CUSD \$1,000,000.00 in resolution of CUSD's claims in the lawsuit.

Under Health & Safety Code Section 34171(d)(1)(C), preexisting obligations imposed by state law on a former agency are "enforceable obligations" of the former agency, which the successor agency is required to pay. Pass-through payments owed to a school district prior to agency dissolution and arising under former Health & Safety Code Sections 33676(a)(2), 33401, 33607.5, or 33607.7 are enforceable state law obligations of a former agency under Health & Safety Code Section 34171(d)(1)(C) for the fiscal year or years in which those payments were due.

In addition, under Health & Safety Code Section 34171(d)(1)(F), a successor agency is authorized to enter into contracts or agreements necessary to wind-down a former agency's activities and duties, including settlement agreements and judgments. An agreement by a successor agency to settle litigation involving a liability arising out of a state law obligation imposed on the former agency is an enforceable obligation.

On November 20, 2012 the Successor Agency Board approved the proposed settlement terms. Special Counsel and staff were directed to prepare appropriate documents to implement the settlement, including taking any necessary steps to obtain Court approval of a judgment incorporating the settlement terms. There are sufficient bond proceeds in the CUSD Pass-through Reserve for a settlement payment in the amount of \$1,000,000.00.

On January 30, 2012, the Court held a hearing on a proposed stipulation for entry of judgment ("Settlement Stipulation") incorporating the settlement terms and entered an order approving the terms and staying the lawsuit pending satisfaction of any conditions precedent to the entry of judgment. True and correct copies of the Court order and the approved stipulation are attached collectively to this Agenda Report as Exhibit "1". The approved Settlement Stipulation provides for a full and final resolution of all CUSD's claims in the lawsuit, that each party shall bear its own attorney's fees and costs, and that the total amount paid to CUSD by the Successor Agency shall be \$1,000,000.00, to be paid out of the bond proceeds held in the CUSD Pass-through Reserve, subject to the Oversight Board's approval of inclusion on the ROPS 13-14A of the \$1,000,000.00 payment to CUSD by July 15, 2012, from bond proceeds in the CUSD Pass-through Reserve and the DOF's determination not to disapprove such ROPS item. The terms of the approved Settlement Stipulation also accommodate the possibility that the DOF may object to the Oversight Board's approval of placement of the CUSD payment on the ROPS 13-14A, providing for the Court to determine how the terms of the Settlement Stipulation should be honored, depending upon the nature of any DOF objection.

FISCAL IMPACT

The preparation and submittal of ROPS 13-14A is for the purpose of allowing the Successor Agency to pay its enforceable obligations for the period from July 1, 2013 to December 31, 2013.

ENVIRONMENTAL IMPACT

There will be no new environmental impact associated with adoption of the attached Resolution.

RECOMMENDATION

Staff respectfully requests the Board approve the Successor Agency's the Recognized Obligation Payment Schedule for the six-month fiscal period from July 1, 2013 through December 31, 2013 and authorize staff to submit the ROPS 13-14A to the State Department of Finance (DOF).

Respectfully Submitted,

G. HAROLD DUFFEY
EXECUTIVE DIRECTOR

GHD: KSB: MLA

RESOLUTION NO. _____

A RESOLUTION OF THE OVERSIGHT BOARD TO THE SUCCESSOR AGENCY FOR THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON APPROVING THE SUCCESSOR AGENCY RECOGNIZED OBLIGATIONS AND PAYMENT SCHEDULE 13-14A (ROPS 4) FOR THE SIX-MONTH PERIOD OF JULY 1, 2013 TO DECEMBER 31, 2013, AND TAKING CERTAIN RELATED ACTIONS

WHEREAS, pursuant to Health and Safety Code Section 34177(l), the Successor Agency to the Community Redevelopment Agency of the City of Compton (the "Successor Agency") must prepare a proposed Recognized Obligation Payment Schedule ("ROPS") before each six-month fiscal period (commencing each January 1 and July 1) and submit each proposed ROPS to the Oversight Board for the Successor Agency (the "Oversight Board") for approval; and

WHEREAS, pursuant to Health and Safety Code Section 34177(l)(2)(C) and (m), the Successor Agency must (1) submit the Oversight Board-approved ROPS for the six-month fiscal period from July 1, 2013 through December 31, 2013 ("ROPS 13-14A"), to the DOF, the Office of the State Controller, and the County Auditor-Controller no later than March 1, 2013; and (2) post a copy of the Oversight Board-approved ROPS 13-14A on the Successor Agency's website (www.comptoncity.org); and

WHEREAS, on or about December 10, 1991, the City Council of the City of Compton approved and adopted the redevelopment plan for the Compton Merged Redevelopment Project, which plan, among other things, merged certain pre-existing redevelopment project areas and added certain new territory ("Added Area") to the merged project ("Merged Project"); and

WHEREAS, on November 8, 2010, Compton Unified School District ("CUSD") filed its original complaint in a lawsuit against the Community Redevelopment Agency of the City of Compton ("Former Agency") in Los Angeles Superior Court Case No. 449037, which lawsuit was subsequently amended, and alleges that the Former Agency failed to make required pass-through payments in connection with the Added Area for fiscal years 2007-08 through 2010-11, including under an alleged agreement between CUSD and the Former Agency, and seeks damages in the amount of \$3,358,557.00, exclusive of prejudgment interest; and

WHEREAS, prior to filing its lawsuit, CUSD informed the Former Agency of its claim to pass-through payments in connection with the Added Area. The Former Agency, recognizing its pass-through obligation to CUSD but disputing the terms of the alleged agreement and the amount of CUSD's pass-through claim, set aside in a segregated fund established for that purpose, sufficient bond proceeds from its Series 2010C tax allocation bonds ("Series 2010C Bonds") to resolve its pass-through obligation to CUSD ("CUSD Pass-through Reserve"). In the Official Statement for the

Series 2010C Bonds and a related closing certificate required by the Bond Purchase Contract between the Former Agency and Grigsby & Associates, Inc., the underwriter of the bonds, the Former Agency covenanted to deposit and maintain bond proceeds in that segregated fund sufficient to satisfy its pass-through obligation to CUSD for the relevant fiscal years, and to apply the bond proceeds in that fund for that purpose before using any excess for any other lawful purpose of the agency. Under Health & Safety Code § 34171(d)(1)(A), a reserve set aside required under documents governing the issuance of outstanding bonds is an enforceable obligation. Accordingly, the CUSD Pass-through Reserve is an enforceable obligation of the Former Agency under Health & Safety Code § 34171(d)(1)(A); and

A. Under Health & Safety Code § 34171(d)(1)(C), obligations imposed by State law on a former redevelopment agency are “enforceable obligations” of the former agency.

B. Outstanding pass-through payment obligations of a former agency incurred prior to dissolution pursuant to former Health & Safety Code §§ 33401 or 33676(a)(2), or Health & Safety Code §§ 33607.5 or 33607.7, are state law obligations of a former agency and enforceable obligations under Health & Safety Code § 34171(d)(1)(C) for the fiscal years in which the payment obligations accrued but were not met.

C. Under Health & Safety Code § 34171(d)(1)(F), the Successor Agency is authorized to enter into contracts and agreements to wind-down the activities and duties of the Former Agency.

D. In November of 2012, following two years of litigation concerning CUSD’s claims, the legislative bodies of CUSD and the Successor Agency approved proposed terms of a settlement of the pass-through obligation dispute, which terms have been incorporated in a Stipulation for Stay and for Entry of Judgment in LASC Case No. 449037 and include the Successor Agency’s payment to CUSD of \$1,000,000.00 in July 2013 from the CUSD Pass-Through Reserve (“CUSD Payment”) as an enforceable obligation on the Successor Agency’s Recognized Obligation Payment Schedule No. 13-14A (“ROPS 13-14A”), subject to certain conditions precedent, including Court approval of the settlement terms and the Oversight Board’s approval of placement of the CUSD Payment on the ROPS 13-14A (“Settlement Stipulation”) and review by the Department of Finance (“DOF”) of the ROPS 13-14A.

E. On January 30, 2013, the Los Angeles County Superior Court, the Hon. Mark V. Mooney presiding, approved the terms of the settlement as set forth in the Settlement Stipulation.

F. Under Health & Safety Code § 34171(d)(1)(C), the Former Agency’s outstanding pass-through obligation to CUSD is an enforceable obligation of the Former

Agency accruing in fiscal years 2007-08 through 2010-11, when legally required pass-through payments were not made.

G. There are sufficient bond proceeds in the CUSD Pass-through Reserve for the Successor Agency to make the CUSD Payment and its inclusion in the ROPS 13-14A is appropriate.

NOW, THEREFORE, THE OVERSIGHT BOARD FOR THE SUCCESSOR AGENCY TO THE COMMUNITY REDEVELOPMENT AGENCY OF THE CITY OF COMPTON, HEREBY FINDS, DETERMINES, RESOLVES, AND ORDERS AS FOLLOWS:

Section 1. The above recitals are true and correct and are a substantive part of this Resolution.

Section 2. The Oversight Board hereby approves proposed ROPS 13-14A, substantially in the form attached hereto as Exhibit A. Staff of the Successor Agency is hereby authorized and directed to submit a copy of Oversight Board-approved ROPS 13-14A to the DOF, the Office of the State Controller, and the County Auditor-Controller and to post a copy of the Oversight Board-approved ROPS 13-14A on the Successor Agency's Internet website (being a page on the Internet website of the City of Compton).

Section 3. The officers of the Oversight Board and the staff of the Successor Agency are hereby authorized and directed, jointly and severally, to do any and all things which they may deem necessary or advisable to effectuate this Resolution, including requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and any such actions previously taken by such officers and staff are hereby ratified and confirmed.

Section 4. That the officers and staff of the Oversight Board and the Successor Agency staff are hereby authorized and directed, jointly and severally, to do any and all things necessary to effectuate this resolution, including requesting additional review by the DOF and an opportunity to meet and confer on any disputed items, and any such actions previously taken by such officers and staff are hereby ratified and confirmed.

Section 5. That a certified copy of this resolution shall be filed in the offices of the Executive Director of the Successor Agency.

ADOPTED this ____ day of _____, 2013.

**CHAIRPERSON OF THE OVERSIGHT BOARD
TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**

ATTEST:

**SECRETARY TO THE OVERSIGHT BOARD
TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**

STATE OF CALIFORNIA
COUNTY OF LOS ANGELES
CITY OF COMPTON: ss

I, Rhonda Rangel, Secretary to the Oversight Board to the Successor Agency to the Community Redevelopment Agency of the City of Compton, hereby certify that the foregoing resolution was adopted by the Board, signed by the Chairperson, and attested by the Secretary at the regular meeting thereof held on the _____ day of _____, 2013.

That said resolution was adopted by the following vote, to wit:

AYES: BOARD MEMBERS -
NOES: BOARD MEMBERS -
ABSENT: BOARD MEMBERS -

**SECRETARY TO THE OVERSIGHT BOARD
TO THE SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY OF THE CITY OF COMPTON**

SUCCESSOR AGENCY CONTACT INFORMATION

Successor Agency

ID: **102**
County: **Los Angeles**
Successor Agency: **Compton**

Primary Contact

Honorific (Ms, Mr, Mrs)

First Name

Last Name

Title

Address

City

State

Zip

Phone Number

Email Address

Dr. Kofi
Sefa-Boakye
Director
205 S. Willowbrook Avenue
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90220
310-605-5511
kboakye@comptoncity.org

Secondary Contact

Honorific (Ms, Mr, Mrs)

First Name

Last Name

Title

Michael
Antwine
Deputy Director

SUCCESSOR AGENCY CONTACT INFORMATION

Phone Number

310-605-5511

Email Address

mantwine@comptoncity.org

SUMMARY OF RECOGNIZED OBLIGATION PAYMENT SCHEDULE

Filed for the July 1, 2013 to December 31, 2013 Period

Name of Successor Agency: **COMPTON (LOS ANGELES)**

Outstanding Debt or Obligation	Total
Total Outstanding Debt or Obligation	\$335,220,984

Current Period Outstanding Debt or Obligation	Six-Month Total
A Available Revenues Other Than Anticipated RPTTF Funding	\$12,720,500
B Enforceable Obligations Funded with RPTTF	\$9,105,028
C Administrative Allowance Funded with RPTTF	\$301,244
D Total RPTTF Funded (B + C = D)	\$9,406,272
E Total Current Period Outstanding Debt or Obligation (A + B + C = E) <i>Should be same amount as ROPS form six-month total</i>	\$22,126,772
F Enter Total Six-Month Anticipated RPTTF Funding	\$13,000,000
G Variance (F - D = G) <i>Maximum RPTTF Allowable should not exceed Total Anticipated RPTTF Funding</i>	\$3,593,728

Prior Period (July 1, 2012 through December 31, 2012) Estimated vs. Actual Payments (as required in HSC section 34186 (a))

H Enter Estimated Obligations Funded by RPTTF (<i>lesser of Finance's approved RPTTF amount including admin allowance or the actual amount distributed</i>)	\$9,097,240
I Enter Actual Obligations Paid with RPTTF	\$8,980,237
J Enter Actual Administrative Expenses Paid with RPTTF	\$266,523
K Adjustment to Redevelopment Obligation Retirement Fund (H - (I + J) = K)	\$0
L Adjustment to RPTTF (D - K = L)	\$9,406,272

Certification of Oversight Board Chairman:	Jesenia Sanchez	Chairman, Oversight Board
Pursuant to Section 34177(m) of the Health and Safety code,	Name	Title
I hereby certify that the above is a true and accurate Recognized		
Obligation Payment Schedule for the above named agency.	/s/	
	Signature	Date

COMPTON (LOS ANGELES)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)
July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2013-14	Funding Source					
									Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
							\$335,220,984	\$43,040,755	\$12,720,500	\$0	\$301,244	\$9,105,028	\$0	\$22,126,772
1	Tax Allocation Bonds 2006 & 2010 A, B & C	7/1/2013	6/30/2014	U.S. Bank National Association	Tax Allocation Bond Bank Fees	Merged	50,000	50,000	0	0	0	25,000	0	25,000
2	Tax Allocation Series 2010 A Bonds	5/10/2010	12/1/2045	U.S. Bank National Association	Bonds issued for housing projects	Merged	53,677,187	2,328,900	0	0	0	1,164,450	0	1,164,450
3	Tax Allocation Series 2010 B Bonds	5/10/2010	12/1/2045	U.S. Bank National Association	Bonds issued for non-housing projects	Merged	114,217,546	2,960,448	0	0	0	1,480,224	0	1,480,224
4	Tax Allocation Series 2010 C Bonds	5/10/2010	12/1/2045	U.S. Bank National Association	Bonds issued for non-housing projects	Merged	30,971,148	1,368,707	0	0	0	684,354	0	684,354
5	Capital Appreciation Bonds 2006	5/10/2010	12/1/2030	U.S. Bank National Association	Bond Refunding	Merged	26,164,000	8,733,000	0	0	0	4,366,500	0	4,366,500
6	Capital Appreciation Bonds 1996	5/10/2010	12/1/2045	U.S. Bank National Association	Bonds issued for non-housing projects	Merged	68,337,303	6,000,000	0	0	0	0	0	0
7	MLK Transit Center	5/10/2010	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	70,000	70,000	0	0	0	35,000	0	35,000
8	Senior Activity Center	7/1/2012	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	130,000	130,000	0	0	0	65,000	0	65,000
9	Parking Structure	5/10/2010	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	130,000	130,000	0	0	0	65,000	0	65,000
10	Meta Housing - Phase I	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
11	Meta Housing - Phase II	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
12	Residential Rehab Program	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
13	First Time Home Buyer Program	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
14	Housing Projects Negotiations	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
15	Commercial Projects Negotiations	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	39,000	39,000	0	0	0	19,500	0	19,500
16	Olympic Park Project	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	78,000	78,000	0	0	0	39,000	0	39,000
17	Gateway Plaza - Phase II	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	130,000	130,000	0	0	0	65,000	0	65,000
18	Alameda Court (Townhomes)	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
19	Affordable Housing Monitoring	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	0	0	0	0	0	0	0	0
20	Agency Wind-down	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	130,000	130,000	0	0	65,000	0	0	65,000
21	Agency Wind-down	7/1/2013	6/30/2014	Jones Lang LaSalle	Consulting Costs	Merged	70,000	70,000	0	0	10,000	25,000	0	35,000
22	SA Owned Properties	7/1/2013	6/30/2014	A-1 Fence Company	Fencing Services	Merged	10,000	10,000	0	0	5,000	0	0	5,000
23	SA Owned Properties	7/1/2013	6/30/2014	Alex Landscaping	Landscaping & Maintenance services	Merged	16,000	16,000	0	0	7,999	0	0	7,999
24	SA Owned Properties	7/1/2013	6/30/2014	Best Restoration	Landscaping & Maintenance services	Merged	25,000	25,000	8,000	0	7,999	0	0	15,999
25	SA Owned Properties	7/1/2013	6/30/2014	DMD Appraisers	Appraisal services	Merged	25,000	15,000	0	0	7,500	0	0	7,500
26	SA Owned Properties	7/1/2013	6/30/2014	F&C Landscaping	Landscaping & Maintenance services	Merged	0	0	0	0	0	0	0	0
27	SA Owned Properties	7/1/2013	6/30/2014	Hosie Cooper Landscaping	Landscaping & Maintenance services	Merged	16,000	16,000	0	0	7,999	0	0	7,999
28	SA Owned Properties	7/1/2013	6/30/2014	Leyva's Landscaping	Landscaping & Maintenance services	Merged	16,000	16,000	0	0	7,999	0	0	7,999
29	SA Owned Properties	7/1/2013	6/30/2014	Lorenzo Brooks	Landscaping & Maintenance services	Merged	16,000	16,000	0	0	7,999	0	0	7,999
30	SA Owned Properties	7/1/2013	6/30/2014	Mid Cities	Locks, chains and keys property maintenance	Merged	5,000	5,000	0	0	2,500	0	0	2,500
31	SA Owned Properties	7/1/2013	6/30/2014	Vacant Property Specialist	Property management services	Merged	16,000	16,000	0	0	12,000	0	0	12,000
32	SA Owned Properties	7/1/2013	6/30/2014	Swayzer	Landscaping & Maintenance services	Merged	16,000	16,000	0	0	7,999	0	0	7,999
33	SA Owned Properties	7/1/2013	6/30/2014	City of Compton	Property Liability Insurance Premium	Merged	100,000	100,000	0	0	0	50,000	0	50,000
34	SA Owned Properties	7/1/2013	6/30/2014	City of Compton	Municipal Law Enforcement - Enforcement of code violations and vagrancy	Merged	0	0	0	0	0	0	0	0
35	Greenleaf Park & Community Meetings	1/1/2011	12/30/2013	Moore LaCofano Goldsmant	Consensus & Strategy consultant	Merged	0	0	0	0	0	0	0	0
36	Land Valuation & Assessment	7/1/2013	6/30/2014	RP Laurain & Associates	Appraisal services	Merged	25,000	25,000	15,000	0	0	10,000	0	25,000
37	Environmental Firm	7/1/2013	6/30/2014	Barr & Clark	Lead assessment and Abatement	Merged	8,000	8,000	0	0	0	4,000	0	4,000
38	Environmental Firm	7/1/2013	6/30/2014	BAS	Phase 1 & 2 Analysis	Merged	12,000	12,000	0	0	0	6,000	0	6,000
39	Contract for Construction	7/1/2012	6/30/2013	HBJ	Labor Compliance	Merged	0	0	0	0	0	0	0	0
40	Contract for Professional Services	7/1/2012	6/30/2013	SWN Solitech	Soil Testing and Reports	Merged	0	0	0	0	0	0	0	0
41	Residential Rehab Program	7/1/2013	6/30/2014	Magic Care Termite	Pest control services	Merged	36,000	36,000	20,000	0	0	0	0	20,000
42	Residential Rehab Program	7/1/2013	6/30/2014	California Title Association	Title policies	Merged	1,800	1,800	0	0	1,500	0	0	1,500
43	Residential Rehab Program	7/1/2013	6/30/2014	Dataquick	Property profile and research	Merged	1,000	1,000	0	0	500	0	0	500
44	Residential Rehab Program	7/1/2013	6/30/2014	City of Compton	Property inspections - Bldg & Safety	Merged	65,000	65,000	0	0	0	32,500	0	32,500
45	First Time Homebuyer and Rehab Program	7/1/2013	6/30/2014	Lone Star Termite and Pest Control	Pest control services	Merged	0	0	0	0	0	0	0	0
46	First Time Homebuyer and Rehab Program	7/1/2012	6/30/2013	Lead Tech Environmental	LBP services	Merged	0	0	0	0	0	0	0	0
47	First Time Homebuyer and Rehab Program	7/1/2012	6/30/2013	Consultant	Property inspections - Housing	Merged	0	0	0	0	0	0	0	0
48	Ongoing Housing Monitoring	1/1/2012	6/30/2013	Consultant	Refinancing / Deed of Trust / Resales	Merged	0	0	0	0	0	0	0	0
49	Annual Affordability Monitoring	1/1/2012	1/1/2012	Consultant	10 Rental Projects; 250 FTHB Loans	Merged	0	0	0	0	0	0	0	0

COMPTON (LOS ANGELES)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)
July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Contract/Agreement Execution Date	Contract/Agreement Termination Date	Payee	Description/Project Scope	Project Area	Total Outstanding Debt or Obligation	Total Due During Fiscal Year 2013-14	Funding Source					
									Bond Proceeds	Reserve Balance	Admin Allowance	RPTTF	Other	Six-Month Total
50	Redev/Housing Projects Legal Services	1/1/2012	6/30/2014	Richard Watson Gershon	Contract Redevelopment Attorney - draft contracts, review staff reports, resolutions	Merged	100,000	100,000	0	0	0	50,000	0	50,000
51	Long Beach McDonald/Chevron Mixed-Use Project	5/10/2010	6/30/2014	Various	Capital / Infrastructure Improvements	Merged	0	0	0	0	0	0	0	0
52	SWC Compton / Central Mixed-Use Project	5/10/2010	6/30/2014	Property owner	Land Acquisition and site improvements	Merged	3,125,000	150,000	75,000	0	0	0	0	75,000
53	Acquisition of Blighted Apt Bldgs	5/10/2010	6/30/2014	Trademark	Financial Assistance - 1436 Compton Blvd	Merged	0	0	0	0	0	0	0	0
54	Acquisition of Blighted Apt Bldgs	5/10/2010	6/30/2014	Stratus	Financial Assistance - 16208 S. Atlantic Ave	Merged	0	0	0	0	0	0	0	0
55	Acquisition of Blighted Apt Bldgs	5/10/2010	6/30/2014	Stratus	Financial Assistance - 950 W. Alondra Blvd	Merged	500,000	500,000	500,000	0	0	0	0	500,000
56	First Time Home Buyers Assistance Program	5/10/2010	6/30/2014	Low and Moderate Income Home Buyers	Single-family residential units within the Project Area	Merged	0	0	0	0	0	0	0	0
57	North Downtown Master Plan Project	5/10/2010	6/30/2014	CMTS	MLK Transit Center - Reconstruction of a public bus/rail transit station and associated street improvements; construction management services.	Merged	0	0	0	0	0	0	0	0
58	North Downtown Master Plan Project	5/10/2010	6/30/2014	CMTS	MLK Transit Center - Community escrow	Merged	0	0	0	0	0	0	0	0
59	North Downtown Master Plan Project	5/10/2010	6/30/2014	Various	Community Center Project - Development of a 20,000 sf public community center on two floors of the Transit Village	Merged	0	0	0	0	0	0	0	0
60	North Downtown Master Plan Project	5/10/2010	6/30/2014	Lowe Enterprises	Senior Activity Center & Parking Structure - Construction Contract	Merged	19,000,000	12,000,000	6,000,000	0	0	0	0	6,000,000
61	North Downtown Master Plan	7/1/2013	6/30/2014	City of Compton	Public Works - Graffiti removal, site clearance	Merged	35,000	17,500	0	0	0	8,750	0	8,750
62	North Downtown Master Plan	7/1/2013	6/30/2014	City of Compton	General Services - Event prep set-up, cleanup services (SAC)	Merged	35,000	17,500	0	0	0	8,750	0	8,750
63	North Downtown Master Plan	7/1/2013	6/30/2014	City of Compton	Planning - Review of conceptual design	Merged	30,000	30,000	0	0	0	15,000	0	15,000
64	North Downtown Master Plan	7/1/2013	6/30/2014	City of Compton	Blding & Safety - Daily/wkly construction inspections for SAC	Merged	65,000	65,000	0	0	0	65,000	0	65,000
65	Street Light Improvements	5/10/2010	6/30/2014	Various	Street light improvements and street enhancements on Alameda Corridor, Compton Blvd, Rosecrans Ave, Willowbrook Ave, Greenleaf Blvd and other connecting streets.	Merged	0	0	0	0	0	0	0	0
66	Jackie Robinson Sports Complex	5/10/2010	6/30/2014	Property owner	Land Acquisition and funding assistance for development of the sports park	Merged	0	0	0	0	0	0	0	0
67	Compton PAC Project	5/10/2010	6/30/2014	Various	3,000 seat performing arts center	Merged	0	0	0	0	0	0	0	0
68	School District Site (N. McKinley) Project	5/10/2010	6/30/2014	Various	Financial assistance and site remediation for 145,000 sf retail center	Merged	0	0	0	0	0	0	0	0
69	Administrative Expense	7/1/2013	6/30/2014	Apple Spice	Downtown Advisory Committee Meetings	Merged	2,800	1,800	0	0	1,800	0	0	1,800
70	Administrative Expense	7/1/2013	6/30/2014	Arrowhead	Office Supplies	Merged	2,200	1,100	0	0	550	0	0	550
71	Administrative Expense	7/1/2013	6/30/2014	City of Compton	City Manager/Ex Director - various project meetings	Merged	75,000	75,000	0	0	5,000	32,500	0	37,500
72	Administrative Expense	7/1/2013	6/30/2014	City of Compton	City Controller - prep of annual financial statements, single audit, federal audit, requisitions, purchase orders	Merged	50,000	50,000	0	0	5,000	20,000	0	25,000
73	Administrative Expense	7/1/2013	6/30/2014	City of Compton	City Clerk - recording services	Merged	10,000	10,000	0	0	5,000	0	0	5,000
74	Administrative Expense	7/1/2013	6/30/2014	City of Compton	City Treasurer	Merged	10,000	10,000	0	0	5,000	0	0	5,000
75	Administrative Expense	7/1/2013	6/30/2014	City of Compton	Office Rent	Merged	50,000	50,000	0	0	0	25,000	0	25,000
76	Administrative Expense	7/1/2013	6/30/2014	City of Compton	Parks & Rec	Merged	2,500	2,500	0	0	2,500	0	0	2,500
77	Administrative Expense	7/1/2013	6/30/2014	EAG	Engraving, awards, gifts	Merged	0	0	0	0	0	0	0	0
78	Administrative Expense	7/1/2013	6/30/2014	Federal Express	Express Mail Deliver	Merged	2,000	1,000	0	0	1,000	0	0	1,000
79	Administrative Expense	7/1/2013	6/30/2014	Foodcraft Refreshment Services	Office Supplies	Merged	2,000	1,000	0	0	1,000	0	0	1,000
80	Administrative Expense	7/1/2013	6/30/2014	Image Management	Operations	Merged	100,000	50,000	0	0	15,000	20,000	0	35,000
81	Administrative Expense	7/1/2013	6/30/2014	Kaiser Blair	Office supplies	Merged	1,000	1,000	0	0	1,000	0	0	1,000
82	Administrative Expense	7/1/2013	6/30/2014	League of California Cities	Association dues	Merged	1,000	1,000	0	0	1,000	0	0	1,000
83	Administrative Expense	7/1/2013	6/30/2014	Mobile Mini	Storage	Merged	4,000	3,000	0	0	2,000	0	0	2,000
84	Administrative Expense	7/1/2013	6/30/2014	One Touch Solutions	Copier	Merged	7,200	7,200	0	0	4,700	0	0	4,700
85	Administrative Expense	7/1/2013	6/30/2014	Planet of Plants	Special departmental supplies	Merged	0	0	0	0	0	0	0	0
86	Administrative Expense	7/1/2013	6/30/2014	Staples	Office supplies	Merged	11,000	11,000	0	0	5,000	0	0	5,000
87	Administrative Expense	7/1/2013	6/30/2014	Taj	VariousSpecial Dept Expenses/Travel/Meetings/Supplies	Merged	7,200	7,200	0	0	4,600	0	0	4,600
88	Administrative Expense	7/1/2013	6/30/2014	Villa Florist	Special departmental supplies	Merged	0	0	0	0	0	0	0	0

COMPTON (LOS ANGELES)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)
July 1, 2013 through December 31, 2013

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89	Administrative Expense	7/1/2013	6/30/2014	Wells Fargo	Copier Maintenance	Merged	7,100	7,100	0	0	4,100	0	0	4,100
90	Agency Notices & Publications	7/1/2013	6/30/2014	Daily Breeze	Public notices and publications	Merged	5,000	5,000	0	0	1,250	0	0	1,250
91	Agency Notices & Publications	7/1/2013	6/30/2014	Hub City News	Agency Publications	Merged	0	0	0	0	0	0	0	0
92	Agency Notices & Publications	7/1/2013	6/30/2014	Press Telegram	Agency Publications	Merged	5,000	5,000	0	0	1,250	0	0	1,250
93	Agency Promotional Events	7/1/2013	6/30/2014	Bevs Balloons	Event Services	Merged	1,000	1,000	0	0	1,000	0	0	1,000
94	Agency Promotional Events	7/1/2013	6/30/2014	De Angelo Photography	Event Services	Merged	1,000	1,000	0	0	1,000	0	0	1,000
95	Agency Promotional Events	7/1/2013	6/30/2014	Dana Lam/Happy Sweet Bakery	Event Services	Merged	2,000	2,000	0	0	1,000	0	0	1,000
96	Conference Attendance	7/1/2013	6/30/2014	Avis Rental Car	Rental Car Services	Merged	1,000	1,000	0	0	500	0	0	500
97	Contract for Professional Services	7/1/2013	6/30/2014	Media Portfolio	Multimedia design & maintenance	Merged	3,000	3,000	0	0	1,500	0	0	1,500
98	Legal Services	7/1/2013	6/30/2014	City of Compton	City Attorney - review documents	Merged	65,000	65,000	0	0	10,000	22,500	0	32,500
99	Maintenance	7/1/2013	6/30/2014	Compton Water Department	Maintenance	Merged	10,000	10,000	0	0	0	5,000	0	5,000
100	Operations	7/1/2013	6/30/2014	American Print Media	Agency Publications	Merged	0	0	0	0	0	0	0	0
101	Operations	7/1/2013	6/30/2014	Daniel Nelson/Angel of this House Productions	Audio Visual Services	Merged	500	500	0	0	500	0	0	500
102	Operations	7/1/2013	6/30/2014	Gabriel Gallardo	Replacement of Vandalized Signage	Merged	0	0	0	0	0	0	0	0
103	Operations	7/1/2013	6/30/2014	Guadalupe Gomez	Notary Services	Merged	500	500	0	0	250	0	0	250
104	Operations	7/1/2013	6/30/2014	New Game Entertainment	Audio Visual Services	Merged	0	0	0	0	0	0	0	0
105	Operations	7/1/2013	6/30/2014	Simply Awesome Events	Event Services	Merged	1,000	1,000	0	0	1,000	0	0	1,000
106	Administrative Expense	7/1/2013	6/30/2014	Careertrack/Fred Pryor	Staff training and development	Merged	1,000	1,000	0	0	1,000	0	0	1,000
107	N. Downtown Master Plan/Agency Assets	7/1/2013	6/30/2014	Ryan Garcia	Property Marketing and Management	Merged	10,000	10,000	2,500	0	0	2,500	0	5,000
108	N. Downtown Master Plan/Agency Assets	7/1/2012	6/30/2013	EKI	Brownfield remediation, clean-up and assessment	Merged	0	0	0	0	0	0	0	0
109	Administrative Expense	7/1/2013	6/30/2014	CA Redevelopment Assn.	Membership fees, meetings, conference & training	Merged	1,000	1,000	0	0	1,000	0	0	1,000
110	Administrative Expense	7/1/2013	6/30/2014	Spectacular, Inc.	Special departmental services for projects and meetings	Merged	1,500	1,500	0	0	1,500	0	0	1,500
111	North Downtown Master Plan Project	7/1/2012	6/30/2013	Antonio Ledesma Co.	Construction & Demolition services for Agency projects	Merged	0	0	0	0	0	0	0	0
112	Property Maintenance Services	7/1/2013	6/30/2014	Greenland Supply	Office/Project/Program supplies and materials	Merged	0	0	0	0	0	0	0	0
113	Property Appraisals & Dispositions	7/1/2013	6/30/2014	Joseph Blake Assoc.	Property Appraisals	Merged	10,000	10,000	0	0	5,000	0	0	5,000
114	Property Appraisals & Dispositions	7/1/2013	6/30/2014	BTI Appraisals	Property Appraisals	Merged	10,000	10,000	0	0	5,000	0	0	5,000
115	Administrative Expense	7/1/2013	6/30/2014	National Seminars	Staff training and development	Merged	1,000	1,000	0	0	1,000	0	0	1,000
116	Administrative Expense	7/1/2013	6/30/2014	Target	Office/Project/Program supplies and materials	Merged	0	0	0	0	0	0	0	0
117	Administrative Expense	7/1/2013	6/30/2014	City Pride Magazine/City Magazine	Newspaper advertisement, Marketing, flyers, brochures	Merged	0	0	0	0	0	0	0	0
118	North Downtown Master Plan Project	7/1/2012	6/30/2013	Willdan	Fiscal consultant and special engineering services	Merged	0	0	0	0	0	0	0	0
119	Administrative Expense	7/1/2013	6/30/2014	Western Real Estate Business	Marketing, flyers, brochures, media and promotions	Merged	4,500	4,500	0	0	4,500	0	0	4,500
120	North Downtown Master Plan Project	7/1/2013	6/30/2014	State Water Resources Cntl Brd	Monthly Property management and maintenance	Merged	50,000	50,000	0	0	0	50,000	0	50,000
121	North Downtown Master Plan Project	7/1/2012	6/30/2013	The OmeteoIt Group	Fiscal, proforma and project analysis, developer negot	Merged	0	0	0	0	0	0	0	0
122	Administrative Expense	7/1/2013	6/30/2014	Stutz & Artiano	Legal Counsel for Oversight Board/Successor Agency	Merged	40,000	40,000	0	0	28,000	0	0	28,000
123	Administrative Expense	7/1/2013	6/30/2014	Classic Party Rental	Special departmental services for projects & meetings	Merged	1,000	1,000	0	0	1,000	0	0	1,000
124	Operations	7/1/2013	6/30/2014	ICSC/Various Vendors	Conference, meetings, events for Agency projects	Merged	75,000	25,000	0	0	5,000	0	0	5,000
125	N. Downtown Master Plan/Agency Assets	7/1/2012	6/30/2013	Stacie Nyborg	Affordable Housing program agreement preparations	Merged	0	0	0	0	0	0	0	0
126	North Downtown Master Plan Project	7/1/2013	6/30/2014	Best Buy	Office/Project/Program supplies and materials	Merged	0	0	0	0	0	0	0	0
127	Administrative Expense	7/1/2013	6/30/2014	Home Depot	Office/Project/Program supplies and materials	Merged	0	0	0	0	0	0	0	0
128	North Downtown Master Plan Project	7/1/2012	6/30/2013	Twining Labs	Special deputy special for construction activities	Merged	0	0	0	0	0	0	0	0
129	N. Downtown Master Plan/Agency Assets	7/1/2012	6/30/2013	Commercial Protective Services	Property Maintenance and security services	Merged	0	0	0	0	0	0	0	0
130	Administrative Expense	7/1/2013	6/30/2014	France Publications	Marketing, flyers, brochures, media and promotions	Merged	4,000	3,000	0	0	2,000	0	0	2,000
131	Administrative Expense	7/1/2013	6/30/2014	HDL Company	Fiscal Analysis services	Merged	0	0	0	0	0	0	0	0
132	North Downtown Master Plan Project	7/1/2013	6/30/2014	National Business Furniture	Office Supplies, equipment & furnishings	Merged	0	0	0	0	0	0	0	0
133	Affordable Housing Monitoring	7/1/2012	6/30/2013	SIC3 Consulting	Affordable Housing program administration assistance	Merged	0	0	0	0	0	0	0	0
134	Administrative Expense	7/1/2013	6/30/2014	Deprez Travel	Special Department Expenses: meetings, training, confr	Merged	3,000	3,000	0	0	1,500	0	0	1,500
135	Administrative Expense	7/1/2013	6/30/2014	AAA Juice Bar	Special departmental services for projects & meetings	Merged	0	0	0	0	0	0	0	0
136	N. Downtown Master Plan/Agency Assets	7/1/2013	6/30/2014	All Pro Fence	Property Maintenance and security services	Merged	15,000	15,000	0	0	0	7,500	0	7,500
137	Administrative Expense	7/1/2013	6/30/2014	All Pro Printing	Operations	Merged	1,000	1,000	0	0	1,000	0	0	1,000
138	Administrative Expense	7/1/2013	6/30/2014	ASAP Signs	Proeprty maintenance and marketing	Merged	4,000	2,000	0	0	1,000	0	0	1,000

COMPTON (LOS ANGELES)
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A)
July 1, 2013 through December 31, 2013

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139	Administrative Expense	7/1/2013	6/30/2014	Austin Okonta	Notary Services	Merged	0		0	0	0	0	0	0
140	Administrative Expense	7/1/2013	6/30/2014	Baudville	Special Departmental supplies, products and materials	Merged	1,000	1,000	0	0	1,000	0	0	1,000
141	North Downtown Master Plan Project	7/1/2012	6/30/2013	BL Hayes	Construction & Demolition services for Agency projects	Merged	0	0	0	0	0	0	0	0
142	Affordable Housing Monitoring	7/1/2013	6/30/2014	Brandy Adair	Affordable Housing program administration assistance	Merged	0	0	0	0	0	0	0	0
143	Administrative Expense	7/1/2013	6/30/2014	Christopher Anyanwu	Accounting services for Agency programs/projects	Merged	0	0	0	0	0	0	0	0
144	Administrative Expense	7/1/2013	6/30/2014	Kens Catering	Special departmental services for projects and meetings	Merged	1,500	1,500	0	0	1,500	0	0	1,500
145	North Downtown Master Plan Project	7/1/2012	6/30/2013	Margarito Castillo	Engineering services for Agency projects	Merged	0	0	0	0	0	0	0	0
146	Administrative Expense	7/1/2013	6/30/2014	On Tour Catering	Special departmental services for projects and meetings	Merged	0	0	0	0	0	0	0	0
147	Administrative Expense	7/1/2013	6/30/2014	Prenobi Media	Marketing,webiste,media and promotions	Merged	0	0	0	0	0	0	0	0
148	Statutory Pass Thru Obligations	7/1/2012	6/30/2013	Various Taxing Agencies in Compton Redev. Proj Area	Statutory Pass thru payment obligations	Merged	0	0	0	0	0	0	0	0
149	Administrative Expense	7/1/2013	6/30/2014	SCAG	Membership fees, meetings, conference & training	Merged	0	0	0	0	0	0	0	0
150	Property Maintenance Services	7/1/2013	6/30/2014	So Cal Edison	Utility Services for Agency-owned propprties	Merged	2,000	2,000	0	0	0	1,000	0	1,000
151	Low-Moderate Housing Afford Covnts	7/1/2012	6/30/2013	U.S.Dept Housing&UrbanDev(HUD)	Low-Moderate Income HOME program funds	Merged	0	0	0	0	0	0	0	0
152	First Time Homebuyer and Rehab Program	7/1/2012	6/30/2013	Various Title Companies/Escrow	Downpayment Assistance for Moderate Income Buyers	Merged	0	0	0	0	0	0	0	0
153	North Downtown Master Plan Project	7/1/2012	6/30/2013	William Yang Engineering	Fiscal Planning and Engineering Services	Merged	0	0	0	0	0	0	0	0
154	North Downtown Master Plan Project	7/1/2013	6/30/2014	YCS Cleaning	Property Maintenance and Cleaning Services	Merged	0	0	0	0	0	0	0	0
155	Oversight Board Accountant	7/1/2013	6/30/2014	CPA/Accounting Firm	Accounting Services Oversight Board/Successor Agency	Merged	100,000	75,000	35,000	0	0	35,000	0	70,000
156	Fiscal Analysis and AB 1484/26	7/1/2013	6/30/2014	Keyser Martson Associates	Preparation of ROPS and Fiscal Analysis	Merged	30,000	15,000	15,000	0	0	0	0	15,000
157	Compton USD Settlement Agreement	7/1/2012	6/30/2014	Compton Unified School District	Lawsuit Settlement Agreement	Compton USD Settlement Agreement	1,000,000	1,000,000	1,000,000					1,000,000
158	Prior City General Fund Obligations and Liabilities			City of Compton	General Fund Obligations	Merged	10,000,000							0
159	Administrative Expense	7/1/2013	6/30/2014	Jose Martinez	Notary Services	Merged	500	500			250			250
160	Administrative Expense	7/1/2013	6/30/2014	Wave Newspaper	Public Notices and Publications	Merged	2,500	2,000			1,000			1,000
161	Administrative Expense	7/1/2013	6/30/2014	Compton Bulletin	Public Notices and Publications	Merged	2,500	2,000			1,000			1,000
162	Administrative Expense	7/1/2013	6/30/2014	Tierra West Advisors	Fiscal Consultant	Merged	15,000	5,000			2,500			2,500
163	250 N. Central Ave. - Capital Improvements and Health Code Compliance	7/1/2013	6/30/2014	Developer/Contractor	Capital Improvements and Health Code Compliance - Commercial/Retail Development Project	Merged	100,000	75,000	25,000			50,000		75,000
164	Meta Housing (Senior Housing Development)	6/1/2009	3/1/2015	Meta Housing	75 unit Senior Housing Development	Merged	2,200,000	2,200,000	2,200,000					2,200,000
165	501-545, 601-605,625 E. Cpt Blvd/107 N. Santa Fe Ave - Capital Improvements and Health Code Compliance	7/1/2013	6/30/2014	Developer	Capital Improvements and Health Code Compliance - Commercial/Retail Development Project	Merged	600,000	600,000	300,000			150,000		450,000
166	2000-2024 W. Compton Blvd. - Capital Improvements	7/1/2013	6/30/2014	Developer	Commercial/Retail Development Project	Merged	200,000	200,000	100,000			100,000		200,000
167	1950 N. Central Ave. - Housing Development	7/1/2013	6/30/2014	Developer	Affordable Housing Developments	Merged	500,000	500,000	500,000					500,000
168	305-315 N. Long Beach Blvd. - Capital Improvements and Health Code Compliance	7/1/2013	6/30/2014	Developer	Capital Improvements and Health Code Compliance - Commercial/Retail Development Project	Merged	250,000	250,000	150,000			100,000		250,000
169	Commercial/Retail Project Implementation	7/1/2013	6/30/2014	City of Compton	Successor Agency Staff Costs	Merged	150,000	150,000	75,000					75,000
170	930 W. Compton Blvd. - Housing Development	7/1/2013	6/30/2014	Developer	Affordable Housing Developments	Merged	500,000	500,000	500,000					500,000
171	1051 W. Rosecrans Ave. - Capital Improvements and Health Code Compliance	7/1/2013	6/30/2014	Developer	Capital Improvements and Health Code Compliance - Commercial/Retail Development Project	Merged	1,400,000	1,400,000	1,200,000			200,000		1,400,000
														0
														0

COMPTON (LOS ANGELES)
Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS II)
July 1, 2012 through December 31, 2012

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other	
					Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$0	\$0	\$10,940,000	\$5,247,534	\$0	\$0	\$272,917	\$266,523	\$9,097,240	\$8,980,237	\$0	\$0
1	Tax Allocation Bonds 2006 & 2010 A, B & C	U.S. Bank National Association	Tax Allocation Bond Bank Fees	Merged									\$ 50,000.00	\$ 50,000.00		
2	Tax Allocation Series 2010 A Bonds	U.S. Bank National Association	Bonds issued for housing projects	Merged									\$ 1,170,813.00	\$ 1,170,813.00		
3	Tax Allocation Series 2010 B Bonds	U.S. Bank National Association	Bonds issued for non-housing projects	Merged									\$ 1,480,224.00	\$ 1,480,224.00		
4	Tax Allocation Series 2010 C Bonds	U.S. Bank National Association	Bonds issued for non-housing projects	Merged									\$ 684,353.00	\$ 684,353.00		
5	Capital Appreciation Bonds 2006	U.S. Bank National Association	Bond Refunding	Merged									\$ 4,460,250.00	\$ 4,460,250.00		
6	Capital Appreciation Bonds 1996	U.S. Bank National Association	Bonds issued for non-housing projects	Merged									\$ -	\$ -		
7	MLK Transit Center	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
8	Senior Activity Center	City of Compton	Successor Agency Staff Costs	Merged									\$ 64,999.98	\$ 64,999.98		
9	Parking Structure	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
10	Meta Housing - Phase I	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
11	Meta Housing - Phase II	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
12	Residential Rehab Program	City of Compton	Successor Agency Staff Costs	Merged									\$ 91,000.02	\$ 91,000.02		
13	First Time Home Buyer Program	City of Compton	Successor Agency Staff Costs	Merged									\$ 64,999.98	\$ 64,999.98		
14	Housing Projects Negotiations	City of Compton	Successor Agency Staff Costs	Merged									\$ 64,999.98	\$ 64,999.98		
15	Commercial Projects Negotiations	City of Compton	Successor Agency Staff Costs	Merged									\$ 64,999.98	\$ 64,999.98		
16	Olympic Park Project	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
17	Gateway Plaza - Phase II	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
18	Alameda Court (Townhomes)	City of Compton	Successor Agency Staff Costs	Merged									\$ 19,500.00	\$ 19,500.00		
19	Affordable Housing Monitoring	City of Compton	Successor Agency Staff Costs	Merged									\$ 64,999.98	\$ 64,999.98		
20	Agency Wind-down	City of Compton	Successor Agency Staff Costs	Merged									\$ 32,500.02	\$ 32,500.02		
21	Agency Wind-down	Jones Lang LaSalle	Consulting Costs	Merged									\$ 150,000.00	\$ 80,000.00		
22	SA Owned Properties	A-1 Fence Company	Fencing Services	Merged									\$ 4,999.98	\$ 4,999.98		
23	SA Owned Properties	Alex Landscaping	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,999.98		
24	SA Owned Properties	Best Restoration	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,999.98		
25	SA Owned Properties	DMD Appraisers	Appraisal services	Merged									\$ 15,000.00	\$ 15,000.00		
26	SA Owned Properties	F&C Landscaping	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ -		
27	SA Owned Properties	Hosie Cooper Landscaping	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,999.98		
28	SA Owned Properties	Leyva's Landscaping	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,999.98		
29	SA Owned Properties	Lorenzo Brooks	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,999.98		
30	SA Owned Properties	Mid Cities	Locks, chains and keys property maintenance	Merged									\$ 2,500.02	\$ 2,037.00		
31	SA Owned Properties	Vacant Property Specialist	Property management services	Merged									\$ 4,999.98	\$ 4,999.98		
32	SA Owned Properties	Swayzer	Landscaping & Maintenance services	Merged									\$ 7,999.98	\$ 7,980.00		
33	SA Owned Properties	City of Compton	Property Liability Insurance Premium	Merged									\$ 100,000.00	\$ 100,000.00		
34	SA Owned Properties	City of Compton	Municipal Law Enforcement - Enforcement of code violations and vagrancy	Merged									\$ 12,499.98	\$ 12,500.00		
35	SA Owned Properties	DMD	Appraisal services	Merged									\$ 25,000.02	\$ 18,000.00		
36	Greenleaf Park & Community Meetings	Moore laCofano Goldsamt	Consensus & Strategy consultant	Merged									\$ 30,000.00	\$ 12,059.84		
37	Land Valuation & Assessment	RP Laurain & Associates	Appraisal services	Merged									\$ 7,099.98	\$ 7,099.98		
38	Environmental Firm	Barr & Clark	Lead assessment and Abatement	Merged									\$ 4,000.02	\$ 4,000.02		
39	Environmental Firm	BAS	Phase 1 & 2 Analysis	Merged									\$ 6,000.00	\$ 6,000.00		
40	Contract for Construction	HBJ	Labor Compliance	Merged									\$ 7,500.00	\$ 7,500.00		
41	Contract for Professional Services	SWN Solitech	Soil Testing and Reports	Merged									\$ 12,000.00	\$ 2,340.00		
42	Residential Rehab Program	Magic Care Termite	Pest control services	Merged									\$ 3,499.98	\$ 1,080.00		
43	Residential Rehab Program	California Title Association	Title policies	Merged									\$ 1,500.00	\$ -		
44	Residential Rehab Program	Dataquick	Property profile and research	Merged									\$ 499.98	\$ 499.98		
45	Residential Rehab Program	City of Compton	Property inspections - Bldg & Safety	Merged									\$ 4,999.98	\$ 4,999.98		
46	First Time Homebuyer and Rehab Program	Lone Star Termite and Pest Control	Pest control services	Merged									\$ 3,499.98	\$ 3,499.98		
47	First Time Homebuyer and Rehab Program	Lead Tech Environmental	LBP services	Merged									\$ 4,999.98	\$ 4,999.98		
48	First Time Homebuyer and Rehab Program	Consultant	Property inspections - Housing	Merged									\$ 34,999.98	\$ 34,999.98		
49	Ongoing Housing Monitoring	Consultant	Refinancing / Deed of Trust / Resales	Merged									\$ 37,500.00	\$ 37,500.00		
50	Annual Affordability Monitoring	Consultant	10 Rental Projects; 250 FTHB Loans	Merged									\$ 37,500.00	\$ 37,500.00		
51	Redev/Housing Projects Legal Services	Richard Watson Gershon	Contract Redevelopment Attorney - draft contracts, review staff reports, resolutions	Merged									\$ 100,000.02	\$ 100,000.02		
1	Long Beach McDonald/Chevron Mixed-Use Project	Various	Capital / Infrastructure Improvements	Merged			200,000	200,000								

COMPTON (LOS ANGELES)
Pursuant to Health and Safety Code section 34186 (a)
PRIOR PERIOD ESTIMATED OBLIGATIONS vs. ACTUAL PAYMENTS
RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS II)
July 1, 2012 through December 31, 2012

Item #	Project Name / Debt Obligation	Payee	Description/Project Scope	Project Area	LMIHF		Bond Proceeds		Reserve Balance		Admin Allowance		RPTTF		Other	
					Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual	Estimate	Actual
					\$0	\$0	\$10,940,000	\$5,247,534	\$0	\$0	\$272,917	\$266,523	\$9,097,240	\$8,980,237	\$0	\$0
2	SWC Compton / Central Mixed-Use Project	Property owner	Land Acquisition and site improvements	Merged			200,000	0								
3	Acquisition of Blighted Apt Bldgs	Trademark	Financial Assistance - 1436 Compton Blvd	Merged			1,500,000	1,500,000								
4	Acquisition of Blighted Apt Bldgs	Stratus	Financial Assistance - 16208 S. Atlantic Ave				1,500,000	0								
5	Acquisition of Blighted Apt Bldgs	Stratus	Financial Assistance - 950 W. Alondra Blvd				500,000	0								
6	First Time Home Buyers Assistance Program	Low and Moderate Income Home Buyers	Single-family residential units within the Project Area	Merged			1,200,000	0								
7	North Downtown Master Plan Project	CMTS	MLK Transit Center - Reconstruction of a public bus/rail transit station and associated street improvements; construction management services.	Merged			200,000	200,000								
8	North Downtown Master Plan Project	CMTS	MLK Transit Center - Community escrow	Merged			1,000,000	257,534								
9	North Downtown Master Plan Project	Various	Community Center Project - Development of a 20,000 sf public community center on two floors of the Transit Village	Merged			50,000	0								
10	North Downtown Master Plan Project	Lowe Enterprises	Senior Activity Center & Parking Structure - Construction Contract	Merged			3,000,000	3,000,000								
11	North Downtown Master Plan	City of Compton	Public Works - Graffiti removal, site clearance	Merged			17,500	17,500								
12	North Downtown Master Plan	City of Compton	General Services - Event prep set-up, cleanup services (SAC)	Merged			25,000	25,000								
13	North Downtown Master Plan	City of Compton	Planning - Review of conceptual design	Merged			15,000	15,000								
14	North Downtown Master Plan	City of Compton	Blding & Safety - Daily/wkly construction inspections for SAC	Merged			32,500	32,500								
15	Street Light Improvements	Various	Street light improvements and street enhancements on Alameda Corridor, Compton Blvd, Rosecrans Ave, Willowbrook Ave, Greenleaf Blvd and other connecting streets.	Merged			1,500,000	0								
16	Jackie Robinson Sports Complex	Property owner	Land Acquisition and funding assistance for development of the sports park	Merged			0	0								
17	Compton PAC Project	Various	3,000 seat performing arts center	Merged			0	0								
18	School District Site (N. McKinley) Project	Various	Financial assistance and site remediation for 145,000 sf retail center	Merged			0	0								
1	Administrative Expense	Apple Spice	Downtown Advisory Committee Meetings	Merged							600	600				
2	Administrative Expense	Arrowhead	Office Supplies	Merged							500	500				
3	Administrative Expense	City of Compton	City Manager/Ex Director - various project meetings	Merged							37,500	37,500				
4	Administrative Expense	City of Compton	City Controller - prep of annual financial statements, single audit, federal audit, requisitions, purchase orders	Merged							48,759	48,759				
5	Administrative Expense	City of Compton	City Clerk - recording services	Merged							6,600	6,600				
6	Administrative Expense	City of Compton	City Treasurer	Merged							6,000	6,000				
7	Administrative Expense	City of Compton	Office Rent	Merged							50,000	50,000				
8	Administrative Expense	City of Compton	Parks & Rec	Merged							17,500	17,500				
9	Administrative Expense	EAG	Engraving, awards, gifts	Merged							250	250				
10	Administrative Expense	Federal Express	Express Mail Deliver	Merged							400	400				
11	Administrative Expense	Foodcraft Refreshment Services	Office Supplies	Merged							1,000	1,000				
12	Administrative Expense	Image Management Systems	Scanning and documentation Storing	Merged							5,000	5,000				
13	Administrative Expense	Kaiser Blair	Office supplies	Merged							5,000	4,104				
14	Administrative Expense	League of California Cities	Association dues	Merged							10,000	10,000				
15	Administrative Expense	Mobile Mini	Storage	Merged							1,500	1,500				
16	Administrative Expense	One Touch Solutions	Copier	Merged							2,500	2,500				
17	Administrative Expense	Planet of Plants	Special departmental supplies	Merged							100	100				
18	Administrative Expense	Staples	Office supplies	Merged							2,500	2,500				
19	Administrative Expense	Taj	Office supplies	Merged							5,000	3,391				
20	Administrative Expense	Villa Florist	Special departmental supplies	Merged							2,500	2,500				
21	Administrative Expense	Wells Fargo	Copier Maintenance	Merged							3,000	3,000				
22	Agency Notices & Publications	Daily Breeze	Public notices and publications	Merged							2,500	2,500				
23	Agency Notices & Publications	Hub City News	Agency Publications	Merged							2,500	2,340				
24	Agency Notices & Publications	Press Telegram	Agency Publications	Merged							2,500	2,500				
25	Agency Promotional Events	Bevs Balloons	Event Services	Merged							1,000	1,000				
26	Agency Promotional Events	De Angelo Photography	Event Services	Merged							1,250	1,250				
27	Agency Promotional Events	Happy Sweet Bakery	Event Services	Merged							1,100	1,100				
28	Conference Attendance	Avis Rental Car	Rental Car Services	Merged							500	500				
29	Contract for Professional Services	Media Portfolio	Multimedia design & maintenance	Merged							3,000	2,671				
30	Legal Services	City of Compton	City Attorney - review documents	Merged							42,759	42,759				
31	Maintenance	Compton Water Department	Maintenance	Merged							250	250				
32	Operations	American Print Media	Agency Publications	Merged							4,000	750				

COMPTON (LOS ANGELES)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
1	Tax Allocation Bonds 2006 & 2010 A, B & C	
2	Tax Allocation Series 2010 A Bonds	
3	Tax Allocation Series 2010 B Bonds	
4	Tax Allocation Series 2010 C Bonds	
5	Capital Appreciation Bonds 2006	
6	Capital Appreciation Bonds 1996	
7	MLK Transit Center	
8	Senior Activity Center	Admin Allowance per DOF Letter dated 2/8/2013
9	Parking Structure	Admin Allowance per DOF Letter dated 2/8/2013
10	Meta Housing - Phase I	Denied by DOF per Letter dated 2/8/2013
11	Meta Housing - Phase II	Denied by DOF per Letter dated 2/8/2013
12	Residential Rehab Program	Denied by DOF per Letter dated 2/8/2013
13	First Time Home Buyer Program	Denied by DOF per Letter dated 2/8/2013
14	Housing Projects Negotiations	Denied by DOF per Letter dated 2/8/2013
15	Commercial Projects Negotiations	Admin Allowance per DOF Letter dated 2/8/2013
16	Olympic Park Project	Admin Allowance per DOF Letter dated 2/8/2013
17	Gateway Plaza - Phase II	Admin Allowance per DOF Letter dated 2/8/2013
18	Alameda Court (Townhomes)	Denied by DOF per Letter dated 2/8/2013
19	Affordable Housing Monitoring	Denied by DOF per Letter dated 2/8/2013
20	Agency Wind-down	Admin Allowance per DOF Letter dated 2/8/2013
21	Agency Wind-down	
22	SA Owned Properties	
23	SA Owned Properties	
24	SA Owned Properties	
25	SA Owned Properties	
26	SA Owned Properties	
27	SA Owned Properties	
28	SA Owned Properties	
29	SA Owned Properties	
30	SA Owned Properties	
31	SA Owned Properties	
32	SA Owned Properties	
33	SA Owned Properties	
34	SA Owned Properties	
35	Greenleaf Park & Community Meetings	Admin Allowance per DOF Letter dated 2/8/2013
36	Land Valuation & Assessment	

COMPTON (LOS ANGELES)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
37	Environmental Firm	Admin Allowance per DOF Letter dated 2/8/2013
38	Environmental Firm	Admin Allowance per DOF Letter dated 2/8/2013
39	Contract for Construction	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
40	Contract for Professional Services	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
41	Residential Rehab Program	
42	Residential Rehab Program	
43	Residential Rehab Program	
44	Residential Rehab Program	
45	First Time Homebuyer and Rehab Program	The Agency will not be utilizing the services of this vendor during the current ROPS period
46	First Time Homebuyer and Rehab Program	Denied by DOF per Letter dated 2/8/2013
47	First Time Homebuyer and Rehab Program	Denied by DOF per Letter dated 2/8/2013
48	Ongoing Housing Monitoring	Denied by DOF per Letter dated 2/8/2013
49	Annual Affordability Monitoring	Denied by DOF per Letter dated 2/8/2013
50	Redev/Housing Projects Legal Services	
51	Long Beach McDonald/Chevron Mixed-Use Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
52	SWC Compton / Central Mixed-Use Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
53	Acquisition of Blighted Apt Bldgs	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
54	Acquisition of Blighted Apt Bldgs	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
55	Acquisition of Blighted Apt Bldgs	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
56	First Time Home Buyers Assistance Program	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
57	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
58	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
59	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
60	North Downtown Master Plan Project	Approved by DOF Letter dated 2/8/2013: \$6 Million RPTTF Funding
61	North Downtown Master Plan	Capital Improvement related activities for existing development projects
62	North Downtown Master Plan	Admin Allowance per DOF Letter dated 2/8/2013
63	North Downtown Master Plan	Admin Allowance per DOF Letter dated 2/8/2013
64	North Downtown Master Plan	Admin Allowance per DOF Letter dated 2/8/2013
65	Street Light Improvements	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
66	Jackie Robinson Sports Complex	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
67	Compton PAC Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
68	School District Site (N. McKinley) Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
69	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period

COMPTON (LOS ANGELES)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
70	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
71	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
72	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
73	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
74	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
75	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
76	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
77	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
78	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
79	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
80	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
81	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
82	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
83	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
84	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
85	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
86	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
87	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
88	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
89	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
90	Agency Notices & Publications	The Agency will be utilizing the services of this vendor during the current ROPS period
91	Agency Notices & Publications	The Agency will not be utilizing the services of this vendor during the current ROPS period
92	Agency Notices & Publications	The Agency will be utilizing the services of this vendor during the current ROPS period
93	Agency Promotional Events	The Agency will be utilizing the services of this vendor during the current ROPS period
94	Agency Promotional Events	The Agency will be utilizing the services of this vendor during the current ROPS period
95	Agency Promotional Events	The Agency will be utilizing the services of this vendor during the current ROPS period
96	Conference Attendance	The Agency will be utilizing the services of this vendor during the current ROPS period
97	Contract for Professional Services	The Agency will be utilizing the services of this vendor during the current ROPS period
98	Legal Services	Admin Allowance per DOF Letter dated 2/8/2013
99	Maintenance	This is a capital improvement activity for development project
100	Operations	The Agency will not be utilizing the services of this vendor during the current ROPS period
101	Operations	The Agency will be utilizing the services of this vendor during the current ROPS period
102	Operations	The Agency will not be utilizing the services of this vendor during the current ROPS period
103	Operations	The Agency will be utilizing the services of this vendor during the current ROPS period
104	Operations	The Agency will not be utilizing the services of this vendor during the current ROPS period
105	Operations	The Agency will be utilizing the services of this vendor during the current ROPS period

COMPTON (LOS ANGELES)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
106	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
107	N. Downtown Master Plan/Agency Assets	Admin Allowance per DOF Letter dated 2/8/2013
108	N. Downtown Master Plan/Agency Assets	ROW LOCKED BY DOF: Approved by DOF Letter dated 2/8/2013: \$20,000 RPTTF Funding beginning with ROPS13-14
109	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
110	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
111	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
112	Property Maintenance Services	Admin Allowance per DOF Letter dated 2/8/2013
113	Property Appraisals & Dispositions	The Agency will be utilizing the services of this vendor during the current ROPS period
114	Property Appraisals & Dispositions	The Agency will be utilizing the services of this vendor during the current ROPS period
115	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
116	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
117	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
118	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
119	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
120	North Downtown Master Plan Project	Admin Allowance per DOF Letter dated 2/8/2013
121	North Downtown Master Plan Project	ROW LOCKED BY DOF: LMIFH FUND: Admin Allowance per DOF Letter dated 2/8/2013
122	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
123	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
124	Operations	Admin Allowance per DOF Letter dated 2/8/2013
125	N. Downtown Master Plan/Agency Assets	ROW LOCKED BY DOF: LMIFH FUND: Admin Allowance per DOF Letter dated 2/8/2013
126	North Downtown Master Plan Project	Admin Allowance per DOF Letter dated 2/8/2013
127	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
128	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
129	N. Downtown Master Plan/Agency Assets	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
130	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
131	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
132	North Downtown Master Plan Project	Admin Allowance per DOF Letter dated 2/8/2013
133	Affordable Housing Monitoring	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
134	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
135	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
136	N. Downtown Master Plan/Agency Assets	The Agency will be utilizing the services of this vendor during the current ROPS period
137	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
138	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
139	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
140	Administrative Expense	The Agency will be utilizing the services of this vendor during the current ROPS period
141	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013

COMPTON (LOS ANGELES)

RECOGNIZED OBLIGATION PAYMENT SCHEDULE (ROPS 13-14A) -- Notes (Optional)

July 1, 2013 through December 31, 2013

Item #	Project Name / Debt Obligation	Notes/Comments
142	Affordable Housing Monitoring	Admin Allowance per DOF Letter dated 2/8/2013
143	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
144	Administrative Expense	Admin Allowance per DOF Letter dated 2/8/2013
145	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
146	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
147	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
148	Statutory Pass Thru Obligations	Denied by DOF per Letter dated 2/8/2013
149	Administrative Expense	The Agency will not be utilizing the services of this vendor during the current ROPS period
150	Property Maintenance Services	Existing obligation for improvements on Agency-owned proeprty
151	Low-Moderate Housing Afford Covnts	Denied by DOF per Letter dated 2/8/2013
152	First Time Homebuyer and Rehab Program	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
153	North Downtown Master Plan Project	Fund with Bond Proceeds upon Receipt of Letter of Completion, per DOF Letter dated 2/8/2013
154	North Downtown Master Plan Project	Admin Allowance per DOF Letter dated 2/8/2013
155	Oversight Board Accountant	Admin Allowance per DOF Letter dated 2/8/2013
156	Fiscal Analysis and AB 1484/26	Admin Allowance per DOF Letter dated 2/8/2013
157	Compton USD Settlement Agreement	New Enforceable Obligation
158	City General Fund Debt	New Enforceable Obligation
159	Administrative Expense	New Enforceable Obligation
160	Administrative Expense	New Enforceable Obligation
161	Administrative Expense	New Enforceable Obligation
162	Administrative Expense	New Enforceable Obligation
163	250 N. Central Avenue	New Enforceable Obligation - Capital Project Improvements (Health & Safety Violations) for Agency-owned property
164	Meta Housing Development	Existing obligation (DDA entered into June 2009) for 75 Senior Housing units
165	501-545, 601-605,625 E. Cpt Blvd/107 N. Santa Fe Ave - Commercial Retail project	New Enforceable Obligation
166	2000-2024 W. Compton Blvd.	New Enforceable Obligation
167	1950 N. Central Ave. - Housing Development	New Enforceable Obligation
168	305-315 N. Long Beach Blvd.	New Enforceable Obligation
169	Commercial/Retail Projects Management and Negotiations	New Enforceable Obligation
170	930 W. Compton Blvd. - Housing Development	New Enforceable Obligation
171	1051 W. Rosecrans Ave. - Commercial/Retail	New Enforceable Obligation
172	250 N. Central Avenue	

ORIGINAL FILED

JAN 30 2013

LOS ANGELES
SUPERIOR COURT

SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES, CENTRAL DISTRICT

COMPTON UNIFIED SCHOOL
DISTRICT, a California public school
district,

Plaintiff and Petitioner,

vs.

REDEVELOPMENT AGENCY OF THE
CITY OF COMPTON, a California
redevelopment agency; CITY OF
COMPTON, a California charter city;
SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY; COUNTY OF LOS ANGELES;
DEPARTMENT OF AUDITOR-
CONTROLLER OF THE COUNTY OF
LOS ANGELES; and DOES 1 through 100,
inclusive,

Defendants and Respondents.

Case No. BC449037

**[PROPOSED] ORDER APPROVING
STIPULATION FOR STAY OF
LITIGATION AND FOR ENTRY OF
JUDGMENT**

[Exempt from filing fees pursuant to Govt. Code § 6103]

Trial Date: None

Hearing on Joint Application: January 30, 2013

Time: 8:30 a.m.

Dept: 68

Status Conference Date: February 7, 2013

Time: 8:30 a.m.

Dept: 68

Status Conference Date: February 26, 2013

Time: 1:30 p.m.

Dept: 85

City (132.01, 132.02, 132.04, 132.05,
132.06, 132.07, 310.15) County (1.05,
1.20), LOS ANGELES COUNTY FLOOD
CONTROL DISTRICT (30.10, 30.70),
DEPARTMENT OF PUBLIC WORKS
LIGHTING MAINTENANCE DISTRICT
OF LOS ANGELES COUNTY (19.40),
FIRE PROTECTION DISTRICT OF LOS
ANGELES COUNTY (7.30, 7.31), LOS
ANGELES COUNTY PUBLIC LIBRARY
(3.01), LOS ANGELES COUNTY
DEPARTMENT OF PUBLIC WORKS
FIRESTONE GARBAGE DISPOSAL
DISTRICT (33.60). LOS ANGELES

COUNTY SANITATION DISTRICT
(66.05, 66.10, 66.30), GREATER LOS
ANGELES COUNTY MOSQUITO
ABATEMENT DISTRICT (61.80); and
DOES 101 through 200,

Real Parties in Interest.

The Court, having reviewed the Parties' Joint Application for Approval of a Stipulation for a Stay of Litigation and for Entry of Judgment ("Stipulation") and the Stipulation attached as Exhibit "1" to the Application and separately filed concurrently with said Application; and having considered any objections thereto, hereby orders as follows:

Good cause appearing, all litigation in this matter is stayed, with the following exceptions:

(1) Any preliminary motions or demurrers by any named real party in interest served with summons and complaint on a date less than 30 days prior to January 30, 2013, which motions or demurrers shall be timely filed, shall be entitled to priority on the Court's calendar, and shall be heard no later than March 15, 2013; and

(2) Any proceedings required to effectuate the Stipulation, including any proceedings on an application for an order to show cause as provided for in Section 5 of the Stipulation, and any applications for any order necessary to preserve the status quo pending a show cause hearing.

Good cause appearing, the Stipulation is hereby approved, provided, however, that

(1) Any application for an order to show cause hearing pursuant to Section 5 of the Stipulation ^{is set for March 19, 2013 at 1:30pm} shall be noticed only upon a final adverse determination of the Department of Finance ("DOF") disapproving or disallowing any Oversight Board approval required under Section 1 of the Stipulation; and

///

1 ~~(2) Any such application shall be noticed within two (2) court days~~
2 ~~following the date of issuance of such determination; and~~

3 ~~(3) Any such application shall be noticed and heard pursuant to the rules~~
4 ~~applicable to an ex parte application for an order, regardless of whether the~~
5 ~~application is a joint application of the Parties.~~

6 It is further ordered that at any such show cause hearing, the Court will consider any
7 matter within the proper scope of judicial review of the DOF's final, adverse determination
8 that is the subject of the show cause hearing. Any party or real party in interest wishing to
9 obtain a restraining order or other provisional relief in connection with the final DOF
10 determination under review by the Court shall apply ex parte for that relief to be heard at
11 the same time as the application for the order to show cause.

12 HON. M. MOONEY

13
14 DATED: JAN 30 2013



15 MARK V. MOONEY
16 Judge of the Superior Court

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES, CENTRAL DISTRICT**

COMPTON UNIFIED SCHOOL DISTRICT, a
California public school district,

Plaintiff and Petitioner,
vs.

REDEVELOPMENT AGENCY OF THE CITY
OF COMPTON, a California redevelopment
agency; CITY OF COMPTON, a California
charter city; SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY; COUNTY OF LOS ANGELES;
DEPARTMENT OF AUDITOR-
CONTROLLER OF THE COUNTY OF LOS
ANGELES; and DOES 1 through 10, inclusive,

Defendants and Respondents.

Case No. BC449037

**STIPULATION FOR STAY OF
LITIGATION AND FOR ENTRY OF
JUDGMENT; EXHIBIT "1"**

**JOINT APPLICATION FOR APPROVAL
OF STIPULATION AND [PROPOSED]
ORDER FILED CONCURRENTLY
HEREWITH**

[Exempt from filing fees pursuant to Govt. Code
§ 6103]

Trial Date: None

Hearing on Joint Application: January 30, 2013

Time: 8:30 a.m.

Dept: 68

Status Conference Date: January 16, 2013

Time: 9:30 a.m.

Dept: 86

Status Conference Date: February 7, 2013

Time: 8:30 a.m.

Dept: 68

City (132.01, 132.02, 132.04, 132.05, 132.06,
132.07, 310.15) County (1.05, 1.20), LOS
ANGELES COUNTY FLOOD CONTROL
DISTRICT (30.10, 30.70), DEPARTMENT OF
PUBLIC WORKS LIGHTING
MAINTENANCE DISTRICT OF LOS
ANGELES COUNTY (19.40), FIRE
PROTECTION DISTRICT OF LOS
ANGELES COUNTY (7.30, 7.31), LOS
ANGELES COUNTY PUBLIC LIBRARY
(3.01), LOS ANGELES COUNTY
DEPARTMENT OF PUBLIC WORKS
FIRESTONE GARBAGE DISPOSAL
DISTRICT (33.60), LOS ANGELES COUNTY
SANITATION DISTRICT (66.05, 66.10,
66.30), GREATER LOS ANGELES COUNTY
MOSQUITO ABATEMENT DISTRICT

(61.80); and DOES 101 THROUGH 200,
Real Parties in Interest.

Compton Unified School District ("CUSD"); the City of Compton ("City"); the Successor Agency to the Community Redevelopment Agency of the City of Compton ("Successor Agency"); the County of Los Angeles and the Department of the Los Angeles County Auditor-Controller ("Auditor-Controller") (collectively "County Respondents"; hereafter CUSD, the City, the Successor Agency and the County Respondents are collectively referred to as the "Parties"), by and through their attorneys of record, hereby stipulate as follows:

RECITALS

A. Prior to its dissolution on February 1, 2012 by operation of law, the former Community Redevelopment Agency of the City of Compton (sued herein as the Redevelopment Agency of the City of Compton) ("Former Agency") was a public body, corporate and politic, existing in the City. The Successor Agency is the successor entity to the Former Agency pursuant to California Assembly Bill X1 26 ("AB 26"), which is now codified in various provisions of the California Community Redevelopment Law, Health & Safety Code § 33000, *et seq.* ("CRL").

B. On or about December 10, 1991, the City approved the redevelopment plan for the Compton Merged Redevelopment Project, which plan, among other things, merged certain pre-existing redevelopment project areas and added certain new territory ("Added Area") to the merged project ("Merged Project"). CUSD is a taxing entity with territory in the Merged Project, including in the Added Area.

C. On November 8, 2010, CUSD filed its original complaint in the above-entitled action, alleging breach of contract against the Former Agency arising out of an alleged cooperative agreement dated December 30, 1993 ("Passthrough Agreement"), which called for certain intermittent payments of tax increment to CUSD by the Former Agency in connection with the Added Area pursuant to former Health & Safety Code § 33401 and seeking contractual damages in the amount of \$3,358,557.00.

1 D. The Former Agency provided the Auditor-Controller with the Passthrough
2 Agreement on or about May 3, 2006. In response, the Auditor-Controller revised its property tax
3 allocations between CUSD and the Former Agency such that allocations were shifted from CUSD
4 to the Former Agency as required by law.

5 E. In connection with the dispute between CUSD and the Former Agency over the
6 Passthrough Agreement, the Former Agency, when it issued its Series 2010C Tax Allocation
7 Bonds, set forth in the Official Statement and related bond documents that a designated portion of
8 the proceeds of those bonds were to be used solely for the purpose of paying an amount to resolve
9 any outstanding passthrough obligation to CUSD ("Former Agency's CUSD Pass-Through
10 Obligation"), and that the Former Agency had designated an amount for that purpose that it
11 believed to be sufficient for that purpose, which it would deposit in a segregated fund to be used
12 first solely for that purpose ("Bond Proceeds Settlement Reserve"). Upon issuance of the bonds,
13 proceeds in the designated amount were deposited in the Bond Proceeds Settlement Reserve, where
14 they continue to be held for said purpose. The Bond Proceeds Settlement Reserve is sufficient for
15 payment of the Successor Agency's Settlement Amount defined in Section 2 below.

16 F. In June 2011, AB 26 came into law.

17 G. On December 8, 2011, CUSD filed its Third Amended Complaint containing causes
18 of action for breach of the Passthrough Agreement, payment of statutory AB 1290 Payments, and
19 declaratory relief.

20 H. On May 31, 2012, following various proceedings in the trial court and subsequent to
21 the February 1, 2012 dissolution of the Former Agency and the effective date of Part 1.85 of AB 26
22 (designating successor agencies as successor entities to the former redevelopment agencies and
23 vesting successor agencies with certain powers, rights and duties), CUSD filed its Fourth Amended
24 Complaint and Petition ("4thAC") adding new parties, including the County Respondents, the
25 Successor Agency and the City. The 4thAC includes causes of action for breach of the Passthrough
26 Agreement; for payment to CUSD in the amount of \$436,144.36 for FY 2007-08 through FY 2010-
27 11 for commonly referred to "Statutory AB 1290 Payments" per Health & Safety Code §33607.7;
28

1 and for payment to CUSD in the amount of \$741,227 for the Added Area, for FY 2007-08 through
2 FY 2010-11, for commonly referred to "2% Payments" per former Health & Safety Code
3 §33676(a)(2) when a passthrough agreement does not exist ("Amended Lawsuit").

4 I. The Successor Agency demurred to the breach of contract claim in the Amended
5 Lawsuit (first cause of action) on the ground the alleged Passthrough Agreement is void because it
6 was approved by the Former Agency Board after the authorizing statute was repealed. The trial
7 court sustained the demurrer without leave to amend, determining that the alleged Passthrough
8 Agreement is void and was void *ab initio* as a matter of law (the alleged Passthrough Agreement is
9 hereafter referred to in this Stipulation for Stay of Litigation and Entry of Judgment as the "Void
10 Agreement").

11 J. In connection with its ruling on the demurrer, the trial court severed the fourth cause
12 of action for declaratory relief from the second and third causes of action seeking a petition for writ
13 of mandate, and stayed that declaratory relief claim pending ruling on the petition. On or about
14 August 28, 2012, the Superior Court assigned the petition for writ of mandate claims to Judge Ann
15 I. Jones in Department 86 of the above-entitled court.

16 K. The County Respondents also demurred to the 4th AC, and the County Respondents
17 demurrer is pending before Department 86.

18 L. The Parties desire to settle the disputes in the Amended Lawsuit pursuant to terms
19 involving a settlement payment to CUSD from the Successor Agency's Bond Proceeds Settlement
20 Reserve, which CUSD will accept in full satisfaction of all its claims asserted against any party for
21 past years' payments, thereby rendering moot its claims against the County Respondents in the
22 4th AC for past years' payments.

23 WHEREFORE, in consideration of the matters set forth above, and to resolve all disputes
24 related to or giving rise to the Amended Lawsuit, the Parties have agreed to settle the Amended
25 Lawsuit and request that this Court approve this Stipulation for Stay of Litigation and for Entry of
26 Judgment ("Stipulation"), which sets forth the terms and conditions for entry of judgment by this
27 Court per Code of Civil Procedure §664.6:
28

TERMS AND CONDITIONS

1. Contingencies: Unless otherwise expressly specified below, and with the exception of the stay on litigation provided for below, no term of this Stipulation shall be binding on the Parties unless and until all of the following "Contingencies" are met:

a. The 4th AC is amended to name the California Director of Finance Ana J. Matosantos, an individual sued in her official capacity (*i.e.*, DOF) in the place of fictitiously named DOE No. 101, a Real Party in Interest in this action, and is served with this Stipulation and the Parties' Joint Application for approval thereof;

b. The 4th AC is amended to name the California State Controller John Chiang, an individual sued in his official capacity, in the place of fictitiously named DOE No. 102, a Real Party in Interest in this action, and is served with this Stipulation and the Parties' Joint Application for approval thereof;

c. This Court approves this Stipulation;

d. The Oversight Board approves a Recognized Obligation Payment Schedule of the Successor Agency for the time period July 1, 2013 through December 31, 2013 ("ROPS IV"), which ROPS IV lists as an enforceable obligation of the Successor Agency, due and payable in July 2013, the Settlement Amount identified in Section 2 below, with the source of funds the Bond Proceeds Settlement Reserve;

e. The Oversight Board approves a due diligence review of non-housing funds of the Former Agency per Health & Safety Code §34179.5 ("Due Diligence Review"), which identifies as restricted for the purpose of resolving the Former Agency's CUSD Pass-Through Obligation, unspent bond proceeds from the Series 2010C Tax Allocation Bonds sufficient in amount to cover the Settlement Amount to CUSD;

f. DOF does not dispute, disapprove, disallow, overturn, or reject the Oversight Board's approvals set forth in Sections 1(d), or (e) above, or if the DOF determines to review or reconsider any of these Oversight Board's approvals, the DOF gives final approval to all of them; provided, however, that in the event of a show cause hearing on DOF's initial disapproval,

1 disallowance, overturn, or rejection of an Oversight Board's approval, as provided in Section 5
2 below, the Court's determinations at such show cause hearing shall satisfy this contingency; and

3 g. The Court enters a Final Judgment consistent with the terms of this
4 Stipulation, which Final Judgment shall also provide for dismissal with prejudice of all real parties
5 in interest; the former Community Redevelopment Agency of the City of Compton, incorrectly
6 named in the 4th AC as the Redevelopment Agency of the City of Compton; and the County
7 Respondents.

8 2. Settlement Amount: The "Settlement Amount" shall be \$1,000,000.00. If none of
9 the Oversight Board's approvals described in Section 1 above have been finally disapproved,
10 disallowed, overturned, or rejected by the DOF, Successor Agency shall pay the Settlement
11 Amount after July 1, 2013 and before July 15, 2013, by a warrant made payable to "Compton
12 Unified School District", which Successor Agency shall personally deliver to Orbach, Huff &
13 Suarez, counsel for CUSD. The Settlement Amount shall be payable in full by the Successor
14 Agency to CUSD from funds held in the Successor Agency's Bond Proceeds Settlement Reserve if
15 no show cause hearing is held by this Court. If a show cause hearing is held, the Settlement
16 Amount shall be paid from the source of funds and at such time or times as determined by this
17 Court.

18 3. Objection to Stipulation for Entry of Judgment: Any objection to the Court's
19 approval of this Stipulation must be filed and served within ten (10) days of service of the Parties'
20 Joint Application for approval of this Stipulation or as ordered by the Court.

21 4. Successor Agency's Processing of the Settlement Amount:

22 a. In connection with its due diligence review audit of non-housing funds,
23 Successor Agency shall recommend that the Settlement Amount be identified as obligated and
24 restricted as described in Section 1(e) above.

25 b. Successor Agency shall place the Settlement Amount on ROPS IV, with the
26 Bond Proceeds Settlement Reserve as the source of funds, for the Oversight Board's approval and
27 shall recommend its approval.

1 c. Successor Agency shall timely seek a meet and confer regarding DOF's
2 disapproval, disallowance or overturning of any approval of the Oversight Board identified in
3 Section 1(d) or (e) above.

4 5. Order to Show Cause: In the event DOF provides an initial disapproval,
5 disallowance, overturn, determination to review, or rejection of any of the Successor Agency or
6 Oversight Board's approvals set forth in Section 1 above, the Successor Agency shall immediately
7 give notice thereof to the other Parties and the transfer by the Successor Agency to the Auditor-
8 Controller of the Settlement Amount from the Bond Proceeds Settlement Reserves, pursuant to any
9 DOF order or determination pursuant to Health & Safety Code § 34179.6(f), shall be stayed until
10 this Court rules on an Application for a Show Cause Hearing Re: Payment of the Settlement
11 Amount ("OSC"). Within 10 court days of receiving notice of DOF's initial disapproval,
12 disallowance, overturn, determination to review, or rejection of any Oversight Board approval
13 identified in Section 1, the Parties or any of them, may obtain a hearing date and file an application
14 for an OSC to resolve the dispute over DOF's disapproval, disallowance, overturn or rejection.

15 6. Receipt of Settlement Amount: If all contingencies set forth in Section 1 (a) through
16 (e) are met and the DOF does not initially disapprove, disallow or overturn any of the Oversight
17 Board approvals identified in Section 1(d) or (e) above, then upon CUSD's receipt of the full
18 amount of the Settlement Amount from the Successor Agency, CUSD shall file and serve a Notice
19 of Receipt of Payment in Full of Settlement Amount. Within five (5) business days of service of
20 CUSD's Notice of Receipt of Payment in Full of Settlement Amount, the Parties will file their Joint
21 Request for Entry of Judgment in the form attached as Exhibit "1" to this Stipulation. However, in
22 the event of the OSC pursuant to Section 5 above, a Final Judgment providing for a Total
23 Settlement Amount of \$1,000,000.00, payable to CUSD by the Successor Agency from such source
24 of funds and in such installment(s) as determined by the Court, shall be entered in the form
25 determined by this Court, which Final Judgment shall also provide for dismissal with prejudice of
26 all Real Parties in interest; the Former Agency; and the County Respondents.

27 ////

1 7. Best Efforts: The Parties shall use their best efforts to effectuate this Stipulation.

2 8. Stay of Litigation: Upon this Court's order approving this Stipulation, all litigation
3 in the Amended Lawsuit shall be stayed and any hearing dates shall be vacated until Final
4 Judgment is entered herein or until such time as the Stipulation becomes ineffective because one or
5 more of the contingencies identified in Section 1 have not been met, whichever occurs earlier;
6 provided however, that any proceedings in connection with this Stipulation, including any
7 application for an OSC as described in Section 5 above, may be calendared and heard.

8 9. Release of Claims: Effective upon the entry of a Final Judgment herein, CUSD, on
9 behalf of CUSD, its successors, affiliates and assigns, waives and releases the Successor Agency,
10 the City, and the County Respondents ("CUSD Released Parties") of and from any and all claims,
11 demands, disputes, damages, liabilities, actions, causes of action, and other claims or rights to
12 relief, legal or equitable, of every kind and nature, whether known or unknown, past or present,
13 which CUSD has or had or may have against the CUSD Released Parties, or any of them, arising
14 out of or in any way related to the Amended Lawsuit and the claims giving rise to the Amended
15 Lawsuit (collectively, "Claims").

16 10. Waiver of Cal. Civ. Code § 1542: Effective upon the entry of a Final Judgment
17 herein, and only as to the matters set forth in Section 9 above, CUSD, being fully aware of the
18 meaning of Civil Code §1542, and on the risks attendant with waiver thereof, expressly waives any
19 rights it may have, or claim to have against any of the CUSD Released Parties, under the provisions
20 of Civil Code §1542, which provides:

21 "A GENERAL RELEASE DOES NOT EXTEND TO CLAIMS THE
22 CREDITOR DOES NOT KNOW OR SUSPECT TO EXIST IN HIS OR
23 HER FAVOR AT THE TIME OF EXECUTING THE RELEASE,
24 WHICH IF KNOWN BY HIM OR HER MUST HAVE MATERIALLY
25 AFFECTED HIS OR HER SETTLEMENT WITH THE DEBTOR."

26 
CUSD

27 ////

11. The Parties expressly concur that the sole purpose of this Stipulation is to resolve CUSD's claims for past years' payments under the CRL, and nothing herein or in the Final Judgment entered on this Stipulation shall be deemed a waiver or adjudication of any matter pertaining to future statutory payments, future real property tax allocations under the CRL, or to disputes between the County Respondents and the City or the Successor Agency. For purposes of this provision, "future" shall mean subsequent to the date of execution of this Stipulation.

12. The Parties concur that CUSD is not entitled to any real property tax allocations under Health & Safety Code § 34183(a)(1) per the Void Agreement.

13. If a final, unappealable judgment is entered by any California court in an action or proceeding initiated by the Successor Agency or the City determining that entitlement by a taxing entity to 2% payments pursuant to former Health & Safety Code § 33676(a)(2) is terminated by AB 26 and/or AB 1484, neither the Successor Agency nor the City will seek to enforce that judgment against CUSD to recover any 2% payments allocated to CUSD from February 1, 2012 (the date on which the Former Agency was dissolved pursuant to Part 1.85 of AB 26) to the date that is one year prior to entry of said final, unappealable judgment.

14. In the event this Court orders that the Settlement Amount or any part thereof is to be paid out of future allocations of property tax revenues to the Successor Agency, CUSD shall not be entitled to any pre-judgment or post-judgment interest thereon.

15. Nothing in this Stipulation shall be construed as an admission of liability or wrongdoing by any Party to this Stipulation or an admission of any claim against any Party hereto.

16. Each Party to this Stipulation shall bear its own attorneys' fees and costs and no party shall be considered to be a prevailing party.

17. This Stipulation may be signed in counterparts and the executed counterparts shall together form the executed Stipulation. A facsimile or electronic image of an original signature shall serve as an original thereof.

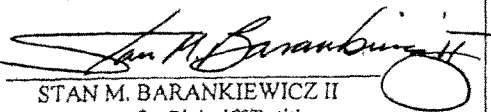
18. The recitals are incorporated herein as though set forth in full.

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1 19. This Court shall retain jurisdiction to enforce the Stipulation per Code of Civil
2 Procedure §664.6.

3
4
5 Dated: January 4, 2013

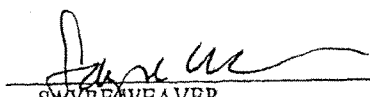
ORBACH, HUFF & SUAREZ LLP

By: 
STAN M. BARANKIEWICZ II
Attorneys for Plaintiff/Petitioner
COMPTON UNIFIED SCHOOL
DISTRICT

CRAIG CORNWELL, CITY ATTORNEY
CITY OF COMPTON

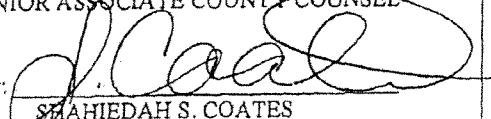
RICHARDS, WATSON & GERSHON
A Professional Corporation
SAYRE WEAVER

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12
13 Dated: January 4, 2013

By: 
SAYRE WEAVER
Attorneys for Defendant/Respondent
SUCCESSOR AGENCY OF THE
COMMUNITY REDEVELOPMENT
AGENCY TO THE CITY OF COMPTON and
Defendant/Respondent/Real Party in Interest
CITY OF COMPTON

JOHN F. KRATTLI, COUNTY COUNSEL,
CHARLES D. LOVEJOY, DEPUTY COUNTY
COUNSEL AND SHAHIEDAH S. COATES,
SENIOR ASSOCIATE COUNTY COUNSEL

20
21
22 Dated: 1/4/2013

By: 
SHAHIEDAH S. COATES
Attorneys for Defendant/Respondent/Real
Party in Interest COUNTY OF LOS
ANGELES and Defendant/Respondent LOS
ANGELES COUNTY DEPARTMENT OF
AUDITOR-CONTROLLER

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES, CENTRAL DISTRICT**

COMPTON UNIFIED SCHOOL DISTRICT, a
California public school district,

Plaintiff and Petitioner,

vs.

REDEVELOPMENT AGENCY OF THE CITY
OF COMPTON, a California redevelopment
agency; CITY OF COMPTON, a California
charter city; SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY; COUNTY OF LOS ANGELES;
DEPARTMENT OF AUDITOR-
CONTROLLER OF THE COUNTY OF LOS
ANGELES; and DOES 1 through 10, inclusive,

Defendants and Respondents.

Case No. BC449037

**JOINT REQUEST FOR ENTRY OF
JUDGMENT**

[Exempt from filing fees pursuant to Govt. Code
§ 6103]

City (132.01, 132.02, 132.04, 132.05, 132.06,
132.07, 310.15) County (1.05, 1.20), LOS
ANGELES COUNTY FLOOD CONTROL
DISTRICT (30.10, 30.70), DEPARTMENT OF
PUBLIC WORKS LIGHTING
MAINTENANCE DISTRICT OF LOS
ANGELES COUNTY (19.40), FIRE
PROTECTION DISTRICT OF LOS
ANGELES COUNTY (7.30, 7.31), LOS
ANGELES COUNTY PUBLIC LIBRARY
(3.01), LOS ANGELES COUNTY
DEPARTMENT OF PUBLIC WORKS
FIRESTONE GARBAGE DISPOSAL
DISTRICT (33.60), LOS ANGELES COUNTY
SANITATION DISTRICT (66.05, 66.10,
66.30), GREATER LOS ANGELES COUNTY

1 MOSQUITO ABATEMENT DISTRICT
2 (61.80); and DOES 101 THROUGH 200,

3 Real Parties in Interest.
4

5 Compton Unified School District ("CUSD"), having filed with this Court its
6 Acknowledgment of Payment in Full of the Total Settlement Amount, and all conditions precedent
7 provided for in the Parties' Joint Stipulation for a Stay of Litigation and for Entry of Judgment
8 having been met, the Parties hereby jointly request that this Court enter a Final Judgment in the
9 above-entitled action in the form attached as Exhibit "A" to this Joint Request.

10 ORBACH, HUFF & SUAREZ LLP

11 Dated: _____

12 By: _____

13 STAN M. BARANKIEWICZ II
14 Attorneys for Plaintiff/Petitioner
15 COMPTON UNIFIED SCHOOL
16 DISTRICT

17 CRAIG CORNWELL, CITY ATTORNEY
18 CITY OF COMPTON

19 RICHARDS, WATSON & GERSHON
20 A Professional Corporation
21 SAYRE WEAVER

22 Dated: _____

23 By: _____

24 SAYRE WEAVER
25 Attorneys for Defendant/Respondent
26 SUCCESSOR AGENCY OF THE
27 COMMUNITY REDEVELOPMENT
28 AGENCY TO THE CITY OF COMPTON and
Defendant/Respondent/Real Party in Interest
CITY OF COMPTON

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JOHN F. KRATTLI, COUNTY COUNSEL,
CHARLES D. LOVEJOY, DEPUTY COUNTY
COUNSEL AND SHAHIEDAH S. COATES,
SENIOR ASSOCIATE COUNTY COUNSEL

Dated: _____

By: _____

SHAHIEDAH S. COATES
Attorneys for Defendant/Respondent/Real
Party in Interest COUNTY OF LOS
ANGELES and Defendant/Respondent LOS
ANGELES COUNTY DEPARTMENT OF
AUDITOR-CONTROLLER

**SUPERIOR COURT OF THE STATE OF CALIFORNIA
COUNTY OF LOS ANGELES, CENTRAL DISTRICT**

COMPTON UNIFIED SCHOOL DISTRICT, a
California public school district,

Plaintiff and Petitioner,

vs.

REDEVELOPMENT AGENCY OF THE CITY
OF COMPTON, a California redevelopment
agency; CITY OF COMPTON, a California
charter city; SUCCESSOR AGENCY TO THE
COMMUNITY REDEVELOPMENT
AGENCY; COUNTY OF LOS ANGELES;
DEPARTMENT OF AUDITOR-
CONTROLLER OF THE COUNTY OF LOS
ANGELES; and DOES 1 through 10, inclusive,

Defendants and Respondents.

Case No. BC449037

[PROPOSED] FINAL JUDGMENT

[Exempt from filing fees pursuant to Govt. Code
§ 6103]

City (132.01, 132.02, 132.04, 132.05, 132.06,
132.07, 310.15) County (1.05, 1.20), LOS
ANGELES COUNTY FLOOD CONTROL
DISTRICT (30.10, 30.70), DEPARTMENT OF
PUBLIC WORKS LIGHTING
MAINTENANCE DISTRICT OF LOS
ANGELES COUNTY (19.40), FIRE
PROTECTION DISTRICT OF LOS
ANGELES COUNTY (7.30, 7.31), LOS
ANGELES COUNTY PUBLIC LIBRARY
(3.01), LOS ANGELES COUNTY
DEPARTMENT OF PUBLIC WORKS
FIRESTONE GARBAGE DISPOSAL
DISTRICT (33.60), LOS ANGELES COUNTY
SANITATION DISTRICT (66.05, 66.10,
66.30), GREATER LOS ANGELES COUNTY

MOSQUITO ABATEMENT DISTRICT
(61.80); and DOES 101 THROUGH 200,

Real Parties in Interest.

All Real Parties in Interest; Respondents Los Angeles County and the Los Angeles County Auditor-Controller; and the former Community Redevelopment Agency of the City of Compton (sued herein as the Redevelopment Agency of the City of Compton) are hereby ordered dismissed with prejudice; and Final Judgment pursuant to the Joint Stipulation for a Stay of Litigation and for Entry of Judgment is entered pursuant to California Code of Civil Procedure Section 664.6.

Dated: _____, 2013

Judge of the Superior Court

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I am employed in the County of Los Angeles, State of California. I am over the age of 18 years and not a party to the within action. My business address is Orbach, Huff & Suarez LLP, 1901 Avenue of the Stars, Suite 575, Los Angeles, California 90067-6007.

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SERVICE LIST

Compton Unified School District v. Redevelopment Agency of the City of Compton; et al.
Los Angeles Superior Court Case No. BC 449037

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Jose Paz, Esq.
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CITY OF COMPTON

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CITY OF COMPTON; CITY OF
COMPTON; and SUCCESSOR AGENCY
TO THE COMMUNITY
REDEVELOPMENT AGENCY OF THE
CITY OF COMPTON***

Via U.S. Mail

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